

AUG. 30. 2007c 9:55AMhs

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Florida Department of State
Division of Corporations
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

AGENCYNET INTERACTIVE, INC.

Certificate of Status	0
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Amended & Restated

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Art.

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
AGENCYNET INTERACTIVE, INC.**

Pursuant to Sections 607.1006 and 607.1007 of the Florida Business Corporation Act, the Articles of Incorporation of **AGENCYNET INTERACTIVE, INC.** originally filed with the Secretary of State of the State of Florida on July 22, 1999, are hereby amended and restated in their entirety as follows:

Pursuant to Section 607.1006 and Section 607.1007 of the Florida Business Corporation Act, the following amendment and restatement to the Articles of Incorporation of the Corporation was duly authorized and adopted by unanimous written consent of the sole member of the Board of Directors and the sole Shareholder of the Corporation in accordance with Sections 607.0704 and 607.0821 of the Florida Business Corporation Act on August 14, 2007.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be:

AGENCYNET INTERACTIVE, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 300 SW 1st Avenue - Building 155, Fort Lauderdale, Florida 33301.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares of all classes of capital stock that the Corporation is authorized to issue is Twelve Million (12,000,000) shares of common stock, par value \$0.001 per share.

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ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
REGISTERED AGENT AND
REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Richard Lent, 1380 NW 96th Avenue, Plantation, Florida 33322.

ARTICLE VII
INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

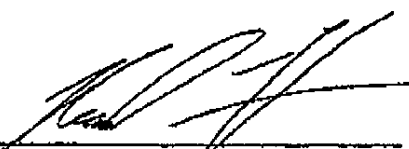
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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on August 14, 2007.



Richard Lent, President

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND
OFFICE FOR SERVICE OF PROCESS**

AGENCYNET INTERACTIVE, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 300 SW 1st Avenue - Building 155, Fort Lauderdale, Florida 33301 has named Richard Lent, 1380 NW 96th Avenue, Plantation, Florida 33322, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


Richard Lent

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