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660 W. Fairbanks Avenue  
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FILED

SEP -2 AM 11:40  
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TALLAHASSEE, FLORIDA

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August 31, 1999

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-08/02/99--01063--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation for: **NeoJade Online Technology, Inc.**

Gentlemen:

I enclose herewith an original and a copy of the Articles of Incorporation for the above named corporation. In addition, a check in the sum of \$78.75 is enclosed to cover the following fees:

Filing Fee	\$35.00
Designation of Registered Agent	35.00
Certified Copy	<u>8.75</u>
TOTAL	\$78.75

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. If you have any questions or need further information, please contact me.

I appreciate your prompt attention to this matter.

Sincerely,

  
Richard C. Migliaccio

RCM/pbm  
Enclosures

PA 9/9/99 ✓

**Articles of Incorporation  
of  
NeoJade Online Technology, Inc.**

FILED  
99 SEP -2 AM 11:40  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE ONE  
NAME**

1.1 The name of the Corporation is **NeoJade Online Technology, Inc.**

**ARTICLE TWO  
DURATION**

2.1 The term of existence of the Corporation is perpetual.

**ARTICLE THREE  
PURPOSE**

3.1 The purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE FOUR  
CAPITAL STOCK**

4.1 The aggregate number of shares which the Corporation has authority to issue is one million (1,000,000) shares, all of which shall be common shares with par value of one cent (\$0.01).

**ARTICLE FIVE  
INITIAL REGISTERED AGENT AND ADDRESS**

5.1 The name of the initial registered agent of the Corporation is **RICHARD C. MIGLIACCIO, Esq.** The street address of the initial registered office of the Corporation is 660 West Fairbanks Avenue, Winter Park, Florida 32789.

**ARTICLE SIX  
PRINCIPAL OFFICE**

6.1 The street address of the principal office of the Corporation is 1076 Douglas Avenue, Altamonte Springs, Florida 32714.

6.2 The mailing address of the Corporation is 1076 Douglas Avenue, Altamonte Springs, Florida 32714.

ARTICLE SEVEN  
INCORPORATOR

7.1 The name and address of the Incorporator is: D. Stuart Riffle, 1076 Douglas Avenue, Altamonte Springs, Florida 32714.


ARTICLE EIGHT  
INDEMNIFICATION

8.1 The Corporation shall have the power to indemnify, to the fullest extent permitted by law, its directors, officers, employees and agents.

ARTICLE NINE  
AMENDMENT OF ARTICLES

9.1 The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

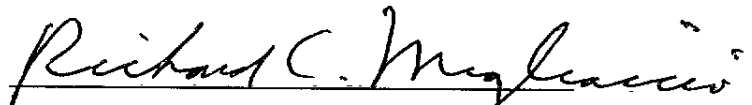
IN WITNESS WHEREOF, I have subscribed my name on  
AUGUST 30, 19 99.

  
D. STUART RIFFLE  
Incorporator

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30  
day of AUGUST, 19 99, by D. STUART RIFFLE.





Personally known X OR Produced Identification \_\_\_\_\_  
Type of Identification Produced: Florida Driver's License \_\_\_\_\_

Having been named Registered Agent for NeoJade Online

Technology, Inc., I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes (1997).

AUGUST 30, 1999  
Date

Richard C. Migliaccio  
RICHARD C. MIGLIACCIO, ESQ.  
Registered Agent

FILED  
99 SEP -2 AM 11:40  
CLERK OF COURT  
TALLAHASSEE, FLORIDA