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TropicNet.com, Inc.
103 Sarasota Quay
Sarasota, FL 34236
Tel: (941) 366-4747
Fax: (941) 365-4848

FILED
99 SEP 22 AM 7:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 20, 1999

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*****78.75 *****78.75

Florida Department of State
Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation

Dear Sirs:

Please find enclosed the appropriate documentation with regards to Articles of Incorporation for the following Corporations:

TropicNet.com, Inc. of North Florida
TropicNet.com, Inc. of Central Florida
TropicNet.com, Inc. of South Florida

We have also attached the Corporation Fee payment of \$78.75 for each. This payment includes Filing Fees, Registered Agent Designation and Certified Copy. Please forward the Certified Copy to Mr. Kenneth L. Marshall, General Counsel at the above address. If you have any questions regarding the above, please contact Mr. Marshall at 941-366-4747.

Thank you for your prompt attention.

Sincerely,


Kimberley San Antonio

D. BROWN SEP 24 1999

**ARTICLES OF INCORPORATION
OF
TROPICNET.COM, INC. OF NORTH FLORIDA**

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **TROPICNET.COM, INC. OF NORTH FLORIDA**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
103 Sarasota Quay
Sarasota, FL 34236

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000,000 shares of Common Stock, \$.001 par value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:
Kenneth L. Marshall
103 Sarasota Quay
Sarasota, FL 34236

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Gary L. Brown
103 Sarasota Quay
Sarasota, FL 34236

Signature/Incorporator

September 20, 1999
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Signature/Registered Agent

September 20, 1999
Date