

P99000094056

Memorandum

To: DIVISIONS OF CORPORATIONS

From: EMAX NET, INC.

Date: 10/2/ 1999

Subject: Articles of Incorporation

FILED
99 OCT 25 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attached to this memorandum are two copies of the Articles of Incorporation for EMAX NET, INC., and a check in the amount of \$70.00. Please file one copy with your agency and return a file-stamped copy to me in the enclosed stamped, self-addressed envelope. Thank you very much for your cooperation.

800003023528--9
-10/25/99--01072--003
*****70.00 *****70.00

10-26
HPC

**Articles of Incorporation
for EMAX NET, INC..**

FILED
99 OCT 25 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1

1.1. The name of this corporation is **EMAX NET, INC.**

Article 2

2.1 The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organised under the General Corporation Law of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the Florida Corporations Code.

Article 3

3.1 The corporation is authorized to issue only one class of stock, to be designated as Common Stock. The total number of shares of Common Stock presently authorized is One Hundred Million Shares (100,000,000)

Article 4

4.1 The liability of the officers and directors of this corporation for monetary damages will be eliminated to the fullest extent permissible under Florida law.

This corporation is authorized to provide indemnification of agents for breach of duty to the corporation and its shareholders through bylaw provisions or through Agreements with the agents, or through shareholder resolutions, or otherwise, in excess of the indemnification otherwise permitted by Florida law.

Article 5

5.1 The name and address in the State of Florida of this corporation's principal office address and initial agent for service of process is: Roxanna Weber 5401 Kirkman Road, Suite 158 Orlando Florida 32819 and as listed below

EMAX NET, INC.
5401 Kirkman Road, Suite 158
Orlando, Florida 32819
407- 363-9400

In witness of this, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation this October 2, 1999

Incorporator's Name: Matthew Weber on behalf of parent company Gateways To Space, Inc.

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

Incorporator's Name: Matthew C. Weber
Matthew C. Weber for the benefit of Gateways To Space, Inc.

Resident Agent: Roxanna Weber
Roxanna Weber

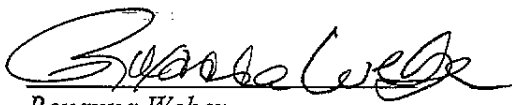
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.**

1. The name of the corporation is *EMAX NET, Inc.*
2. The name and address of the registered agent and office is:

*Roxanna Weber
5401 Kirkman Road, Suite 158
Orlando, Florida 32819*

*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 further 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.*


Roxanna Weber

99 OCT 25 AM 10:02
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA