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STEEL HECTOR & DAVIS LLP

Requestor's Name

215 S. MONROE/SUITE 601

Address

TALLAHASSEE 32301 222-2300

City/State/Zip

Phone #

Office Use

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

SYSTEMS, INC.NET

(Corporation Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 DEC 10 AM 11:04

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NEW FILINGS	
XX	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

IF YOU HAVE ANY QUESTIONS  
REGARDING FILING PLEASE  
CONTACT ELIZABETH AT: 222-2300.  
THANK YOU.

**ARTICLES OF INCORPORATION  
OF  
OMEGA SYSTEMS, INC.net**

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**ARTICLE I - NAME**

The name of the corporation is Omega Systems, Inc.net (hereinafter called the "Corporation").

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The authorized capital stock of this Corporation shall consist of the following classes:

(a) Class A Common Stock. The Corporation is authorized to issue 750,000 shares of Class A Common Stock, \$.01 par value. Except as otherwise provided by the Florida Business Corporation Act, each outstanding share of Class A Common Stock is entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

(b) Class B Common Stock. The Corporation is authorized to issue 250,000 shares of Class B Common Stock, \$.01 par value. Except as otherwise provided by the Florida Business Corporation Act, outstanding shares of Class B Common Stock shall have no voting rights.

(c) Rights and Preferences. Except with respect to voting, shares of Class A Common Stock and Class B Common Stock shall have the same rights and preferences.

#### **ARTICLE IV - INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is, 10500 University Center Drive, Suite 160, Tampa, Florida 33612 and the name of the initial registered agent of the Corporation at that address is Lee Faulconer.

#### **ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation is 10500 University Center Drive, Suite 160, Tampa, Florida 33612.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The names and addresses of the initial directors of the Corporation are:

Lee Faulconer, 10500 University Center Drive, Suite 160, Tampa, Florida 33612.  
Bruce Kusens, 16422 N.E. 34 Avenue, North Miami Beach, Florida;  
Anthony C. Krayner, 340 W. Tropical Way, Plantation, Florida; and  
David Wiener, 10500 University Center Drive, Suite 160, Tampa, Florida.

#### **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Lee Faulconer, 10500 University Center Drive, Suite 160, Tampa, Florida 33612.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9<sup>th</sup> day of December, 1999.

  
\_\_\_\_\_  
Lee Faulconer

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**W I T N E S S E T H:**

Omega Systems, Inc.net, desiring to organize under the laws of the State of Florida, has named Lee Faulconer, located at 10500 University Center Drive, Suite 160, Tampa, Florida 33612, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 9th day of December, 1999.

  
\_\_\_\_\_  
Lee Faulconer

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