



210 N. Park Ave  
Winter Park, FL  
32789

P.O. Drawer 200  
Winter Park, FL  
32790 0200

Tel: 407-740-8575  
Fax: 407-740-0613  
tm @tmisc.com

August 22, 2000  
Via Overnight

Blanca Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oaks Boulevard  
Tallahassee, FL 32399-0870

001204-7X

RE: Initial Alternative Local Exchange Carrier Application of  
**Worldwide Internet Services, Inc.**

Dear Ms. Bayo:

Enclosed for filing are the original and six copies of the above referenced application of Worldwide Internet Services, Inc. to provide Alternative Local Exchange Carrier Service in Florida. Also enclosed is a check for the \$250 filing fee.

Questions pertaining to this application or tariff should be directed to my attention at (407) 740-8575.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Thank you for your assistance.

Sincerely,

Monique Byrnes  
Consultant to  
Worldwide Internet Services, Inc.

MB/ik

cc: Robert Palucci, Worldwide Internet  
file: Worldwide Internet - Local FL  
tns: 010000

Check for \$250.00 has been received and  
deposited into the account for deposit  
to be used to pay the filing fee of check  
to RAK with error of deposit.

Initials of person who forwarded check:  
*[Handwritten initials]*

DOCUMENT RECEIVED DATE

10376 AUG 23 8

FPOC 251 MAIN ST. WILMINGTON



210 N. Park Ave.  
Winter Park, FL  
32789

P.O. Drawer 200  
Winter Park, FL  
32790-0200

Tel: 407-740-8575  
Fax: 407-740-2613  
tmi@rinc.com

August 22, 2000  
Via Overnight

Blanca Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oaks Boulevard  
Tallahassee, FL 32399-0870

DEPOSIT  
D352<sup>00</sup>

DATE  
AUG 25 2000

001204 TX

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Thank you for your assistance.

Sincerely,

*[Handwritten signature]*

TECHNOLOGIES MANAGEMENT, INC.  
P.O. BOX 200  
WINTER PARK, FL 32790-0200  
(407) 740-8575

AMERICAN SOUTHWEST BANK  
ORLANDO, FLORIDA  
(31-88802)

27418

8/22/2000

PAY TO THE ORDER OF Florida Public Service Commission

\$ \*\*250.00

Two Hundred Fifty and 00/100

DOLLARS

Florida Public Service Commission  
Records & Reporting  
2540 Shumard Oaks Blvd.  
Tallahassee, FL 32302-1560

TECHNOLOGIES MANAGEMENT, INC.

*[Handwritten signature]*

MEMO: Florida Public Service Commission

⑈ 0 2 7 4 1 8 ⑈



210 N. Park Ave.  
Winter Park, FL  
32789

P.O. Drawer 280  
Winter Park, FL  
32790-0280

Tel: 407-740-8575

Fax: 407-740-5813

tmj@tmjinc.com

August 22, 2000  
Via Overnight

DEPOSIT                      DATE  
**DS 5 2 00**                      **AUG 25 2000**

Blanca Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oaks Boulevard  
Tallahassee, FL 32399-0870

**RE: Initial Alternative Local Exchange Carrier Application of  
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Sincerely,

Monique Byrnes  
Consultant to  
Worldwide Internet Services, Inc.

MB/ik

cc: Robert Palucci, Worldwide Internet  
file: Worldwide Internet - Local FL  
trns: 110000

FLORIDA PUBLIC SERVICE COMMISSION  
DIVISION OF TELECOMMUNICATIONS  
BUREAU OF CERTIFICATION AND SERVICE EVALUATION

**ORIGINAL**

**APPLICATION FORM**

for

**AUTHORITY TO PROVIDE  
ALTERNATIVE LOCAL EXCHANGE SERVICE  
WITHIN THE STATE OF FLORIDA**

601204-TX

---

**Instructions**

- This form is used for an original application for a certificate and for approval of the assignment or transfer of an existing certificate. In case of an assignment or transfer, the information provided shall be for the purchaser, assignee or transferee. (See appendix A.)
- Print or type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- Use a separate sheet for each answer which will not fit the allotted space.
- Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

**Florida Public Service Commission  
Division of Records and Reporting  
2450 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850  
(850) 413-6770**

- If you have any questions about completing the form, contact:

**Florida Public Service Commission  
Division of Telecommunications  
Bureau of Certification and Service Evaluation  
2450 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850  
(850) 413-6800**

# APPLICATION

1. This is an application for  (check one):

**Original certificate** (new company)

**Approval of transfer of existing certificate:** Example, a non-certificated company purchases an existing company and desires to retain the original certificate authority.

**Approval of transfer of control:** Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

**Worldwide Internet Services, Inc.**

3. Name under which the applicant will do business (fictitious name, etc.):

**Worldwide Internet Services, Inc.**

4. Official mailing address (including street name & number, post office box, city, state, zip code):

**Name:** Worldwide Internet Services, Inc.  
**Street:** 5300 Broken Sound Blvd.  
**P.O. Box:**  
**City:** Boca Raton  
**State:** Florida  
**Zip Code:** 33487

5. Florida address (including street name & number, post office box, city, state, zip code):

**Name:** Worldwide Internet Services, Inc.  
**Street:** 5300 Broken Sound Blvd.  
**P.O. Box:**  
**City:** Boca Raton  
**State:** Florida  
**Zip Code:** 33487

6. Structure of organization:

- |  |   |
|--|---|
| <input type="checkbox"/> Individual              | <input checked="" type="checkbox"/> Corporation |
| <input type="checkbox"/> Foreign Corporation     | <input type="checkbox"/> Foreign Partnership    |
| <input type="checkbox"/> General Partnership     | <input type="checkbox"/> Limited Partnership    |
| <input type="checkbox"/> Other, Please explain : |   |

7. If individual, provide: Not applicable

Name:

Title:

Address:

City, State, Zip:

Telephone No.:

Fax No.:

Internet E-Mail Address:

Internet Website Address:

8. If incorporated in Florida, provide proof of authority to operate in Florida:

(A) The Florida Secretary of State corporate registration number:

**P98000019883**

9. If foreign corporation, provide proof of authority to operate in Florida:

(A) The Florida Secretary of State corporate registration number:

**Not Applicable**

10. If using fictitious name-d/b/a, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida:

(A) The Florida Secretary of State fictitious name registration number:

**Not Applicable**

11. If a limited liability partnership, provide proof of registration to operate in Florida:

(A) The Florida Secretary of State registration Number:

**Not Applicable**

12. If a **partnership**, provide name, title and address of all partners and a copy of the partnership agreement.

**Name:** **Not Applicable**  
**Title:**  
**Address:**  
**City, State, Zip:**  
**Telephone No.:** **Fax No.:**  
**Internet E-Mail Address:**  
**Internet Website Address:**

13. If a **foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable.

(A) The Florida registration number: **Not Applicable**

14. Provide **F.E.I. Number** (if applicable): **65-0832734**

15. Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(A) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. Provide explanation.

None of our officers, directors or any of the stockholders have ever been adjudged bankrupt, mentally incompetent or guilty of any felony or crime and there are not any pending proceedings.

(B) an officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

None of Worldwide Internet Services, Inc.'s officers, directors or stockholders have or have had any participation in any Florida certified telephone company, wither as a stockholder, an officer, a director or a partner.

16. Who will serve as liaison to the Commission with regard to the following?

(A) The application:

**Name:** Robert J. Palucci  
**Title:** Chairman/CEO  
**Address:** 5300 Broken Sound Blvd.  
**City, State, Zip:** Boca Raton, FL 33487  
**Telephone No.:** (877) 638-6312 **Fax No.:** (877) 638-6312  
**Internet E-Mail Address:** rip@net-me.com  
**Internet Website Address:** <http://www.worldwideinet.com>

(B) Official point of contact for the ongoing operations of the company:

**Name:** Robert J. Palucci  
**Title:** Chairman/CEO  
**Address:** 5300 Broken Sound Blvd.  
**City, State, Zip:** Boca Raton, FL 33487  
**Telephone No.:** (877) 638-6312 **Fax No.:** (877) 638-6312  
**Internet E-Mail Address:** rip@net-me.com  
**Internet Website Address:** <http://www.worldwideinet.com>

(C) Complaints/Inquiries from customers:

**Name:** Jennifer Hayes  
**Title:** Customer Service  
**Address:** 5300 Broken Sound Blvd.  
**City, State, Zip:** Boca Raton, FL 33487  
**Telephone No.:** (877) 638-6312 **Fax No.:** (877) 638-6312  
**Internet E-Mail Address:** jennifer@worldwideinet.com  
**Internet Website Address:** <http://www.worldwideinet.com>

17. List the states in which the applicant:

(A) has operated as an alternative local exchange company

Worldwide Internet Services, Inc. has never operated as an alternative local exchange company in any state.

(B) has applications pending to be certificated as an alternative local exchange company.

Worldwide Internet Services, Inc. has no pending applications for certification as an alternative local exchange company.

(C) is certificated to operate as an alternative local exchange company.

Worldwide Internet Services, Inc. is not certified to operate in any state as an alternative local exchange carrier.

(D) has been denied authority to operate as an alternative local exchange company and the circumstances involved.

Not applicable, since Worldwide Internet Services has never applied for authority to operate as an alternative local exchange company.

(E) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

Not applicable. Worldwide Internet Services has never operated as an alternative local exchange company.

(F) has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

No. Worldwide Internet Services has never been involved in civil court proceedings with an interexchange company or other telecommunications entity.

18. Submit the following:

(A) Financial capability.

The application should contain the applicant's audited financial statements for the most recent 3 years. If the applicant does not have audited financial statements, it shall so be stated.

The unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer affirming that the financial statements are true and correct and should include:

1. The balance sheet;
2. Income statement; and
3. Statement of retained earnings.

**NOTE:** This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.

Further, the following (which includes supporting documentation) should be provided:

1. **Written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.

Worldwide Internet Services, Inc. has the financial capability to begin and maintain operations in the state of Florida. See Exhibit I for the Company's financial statements.

2. **Written explanation** that the applicant has sufficient financial capability to maintain the requested service.

Worldwide Internet Services, Inc. has the financial capability to maintain the requested service. See Exhibit I for the Company's financial statements.

3. **Written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations.

The company intends to provide local services as a reseller of other carriers' facilities. As a reseller, Worldwide Internet Services, Inc. will rely on its facilities-based underlying carriers for the operation and maintenance of the local exchange network. Worldwide Internet Services, Inc. has the financial capability and resources to meet its lease or ownership obligations. See Exhibit I for the Company's financial statements.

B. Managerial capability.

Give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

C. Technical capability.

Give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.



**CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT**

I, (Name) \_\_\_\_\_

(Title) \_\_\_\_\_ of (Name of Company)

\_\_\_\_\_ and current holder of Florida Public Service Commission Certificate Number # \_\_\_\_\_

\_\_\_\_\_ have reviewed this application and join in the petitioner's request for  
a:

( ) sale

( ) transfer

( ) assignment

of the above-mentioned certificate.

**UTILITY OFFICIAL:**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Title

\_\_\_\_\_  
Telephone No.

\_\_\_\_\_  
Address:

\_\_\_\_\_  
Fax No.

**INTRASTATE NETWORK** (if available)

Chapter 25-24.825 (5), Florida Administrative Code, requires the company to make available to staff the alternative local exchange service areas only upon request.

1. **POP:** Addresses where located, and indicate if owned or leased.

**Not Applicable**

Location

Owned or Leased

1)

2)

3)

4)

2. **SWITCHES:** Address where located, by type of switch, and indicate if owned or leased.

**Not Applicable**

Location

Type

Owned or Leased

1)

2)

3)

4)

3. **TRANSMISSION FACILITIES:** POP-to-POP facilities by type of facilities (microwave, fiber, copper, satellite, etc.) And indicate if owned or leased.

**Not Applicable**

Type of POP-to POP

Owned or Leased

1)

2)

3)

4)

**AFFIDAVIT**

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide alternative local exchange company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083."

UTILITY OFFICIAL

\* *R.H. P. Leo*  
Signature

\* 8/17/00  
Date

Chairman/CEO  
Title

(877) 638-6312  
Telephone No.

Address: 5300 Broken Sound Blvd.  
Boca Raton, FL 33487

(877) 638-6312  
Fax No.

Worldwide Internet Services, Inc.

EXHIBIT I

Financials

## Financial Wherewithal of Worldwide

Worldwide Internet Services, Inc. has established lines of credit from Landmark Bank in Ft. Lauderdale and Bank of America in Miami, Florida. The combined lines of credit is approximately \$125,000.00

Worldwide Internet Services, Inc. is receiving \$100,000.00 of private investment capital at the end of August 2000.

Worldwide Internet Services, Inc. is closing on five million dollar placement of investment capital from a Boca Raton, Florida company named Zoned In, Inc.



Robert J. Palucci - Chairman/CEO  
Worldwide Internet Services, Inc.

ON THIS DAY 17<sup>th</sup> of August 2000 IN THE COUNTY  
OF BROWARD STATE OF FLORIDA. ROBERT PALUCCI  
CAME BEFORE ME PERSONALLY KNOWN.



 Jill Zeiser  
Commission # 00 882206  
Expires Dec. 9, 2003  
Bonded Three  
Atlantic Bonding Co., Inc.

# LANDMARK BANK

April 20, 2000

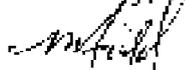
Re: Mr. Robert Palucci  
Worldwide Internet Services

To Whom It May Concern:

Please be advised the referenced company has banked with Landmark Bank for the past year and has established a very favorable relationship, handling all loan and deposit accounts properly. I have personally known Robert Palucci for several years and believe he is of high moral character.

Thank you and please call with any questions.

Sincerely,



Michael J. Field  
Sr. Vice President

**Worldwide Internet Services, Inc.**  
**Profit & Loss**  
 January through December 1999

	<u>Jan - Dec '99</u>
Ordinary Income/Expense	
Income	
400 - Sales	117,274.63
Total Income	117,274.63
Cost of Goods Sold	
505 - Salaries Direct - Web Design	1,300.00
520 - Subcontractors	8,780.21
525 - Band Width Service	151,261.70
530 - Purchases	1,643.00
Total COGS	<u>153,044.91</u>
Gross Profit	-35,770.28
Expense	
600 - Salaries - General	62,167.58
602 - Payroll Tax Expense - FICA	4,667.14
604 - Payroll Tax Expense - SUTA	553.22
606 - Rent - Equipment	13,860.95
608 - Insurance - General	2,395.00
6115 - Automobile Expense	445.53
6125 - Bank Service Charges	191.39
614 - Acctg/BK/Tax	24,709.73
6145 - Contributions	92.00
6146 - Gifts	217.79
615 - Office Expenses	8,415.44
616 - Penalties	93.00
6165 - Dues and Subscriptions	645.94
617 - Postage & Delivery	2,732.42
618 - Printing & Reproduction	3,470.69
6185 - Insurance	30.00
619 - Legal	3,779.78
620 - Promotion	4,214.70
6205 - Interest Expense	5,252.31
621 - Contributions/Gifts	200.00
622 - Repairs & Maintenance	65.00
623 - Computer Supplies	1,040.28
6235 - Licenses and Permits	225.00
624 - Telephone & Faxes	20,997.16
626 - Travel	616.20
627 - Meals & Entertainment	300.45
628 - Utilities	2,878.00
632 - Licenses, Taxes, Permit	780.00
634 - Advertising	24,295.42
6345 - Telephone	638.21
635 - Computer Software	3,754.93
6355 - Travel & Ent	
6365 - Entertainment	<u>1,960.31</u>
Total 6355 - Travel & Ent	1,969.31
637 - Commissions	779.93
638 - Loan Fees	431.00
639 - Discount Fees	2,956.73
640 - Tolls & Parking	155.22
641 - Uniforms	152.64
6999 - Uncategorized Expenses	0.00
Total Expense	201,116.34
Net Ordinary Income	<u>-248,886.32</u>
Net Income	<u>-248,886.32</u>

*B. J. CEO*

## Worldwide Internet Services, Inc.

## Balance Sheet

As of December 31, 1999

	Dec 31, '99
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
105 - LandMark Bank	22,110.18
Total Checking/Savings	<u>22,110.18</u>
Total Current Assets	22,110.18
<b>Fixed Assets</b>	
150 - Leasehold Improvements	8,409.07
150.10 - Acc. Depr. Leasehold Improve	-5.00
170 - Computer Equipment	13,757.13
170.1 - A/D Computer Equipment	-7,343.00
180 - Office Equipment	10,740.95
180.1 - A/D Office Equipment	-874.00
185 - Organizational Cost	1,849.00
185.10 - Accumulated Amortization	-329.52
Total Fixed Assets	<u>25,804.63</u>
<b>TOTAL ASSETS</b>	<u><u>48,015.00</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
200 - Accounts Payable	58,857.20
Total Accounts Payable	58,857.20
Other Current Liabilities	
205 - LeaseTec Systems Lease	-30,347.58
208 - Dell Lease	-705.57
250 - Shareholder Loan	228,534.15
251 - American National Bank Note Pay	14,808.41
252 - LandMark Bank Loan	48,431.00
260 - Payroll Taxes Payable	1,716.57
Total Other Current Liabilities	<u>258,435.56</u>
Total Current Liabilities	357,092.76
Total Liabilities	357,092.76
<b>Equity</b>	
Retained Earnings	-140,556.74
300 - Capital Stock	1,000.00
3000 - Opening Bal Equity	2.37
310 - Additional Paid in Capital	77,364.81
Net Income	<u>-240,886.32</u>
Total Equity	-308,077.78
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>48,015.00</u></u>

Worldwide Internet Services, Inc.

**EXHIBIT II**

**Management Profiles**

## MANAGEMENT TEAM FOR WORLDWIDE INTERNET SERVICES, INC.

### **Robert J. Palucci** **Chairman/CEO**

Mr. Palucci is the original founder of Worldwide and has been Chairman and CEO since the founding of the company in March of 1998. Mr. Palucci is also President and a director of Skylights of Florida, Inc., a standard, custom and structural skylight design and installation company located in Fort Lauderdale, FL. Skylights of Florida, Inc. is the largest distributor of skylights in the Southeastern region with annual revenues exceeding five million dollars and 53% profitability that has, through his leadership, increased profits every year since inception. He served in the United States Air Force where he held direct responsibilities for ensuring that F-16 squadrons were operational and ready for deployment. During his Air Force career, Mr. Palucci was involved in the operation of sophisticated computerized logistics systems that ensured worldwide retrieval and tracking of aircraft parts. Mr. Palucci brings years of entrepreneurial experience, providing the company with its strategic direction and a creative approach to sales and marketing, including forging partnerships that are taking Worldwide to a new level of efficient cost-effective performance.

### **Gary E. Terry** **Director of Network Operations**

Mr. Terry has more than 10 years in Corporate Information Technology operations where he has been responsible for network and system design, implementation and administration. With the Company since its foundation in 1998, he has developed all of the Worldwide network infrastructure and has brought it to the current state of network excellence. He currently directs and participates in the continuing growth of Worldwide's state of the art data centers.

### **Waldemar A. Santos** **Head of Research and Technologies Department**

Mr. Santos has over ten years experience in Electronics, Information Technology and Telecommunications. He has worked for companies such as IBM and has provided consulting to various other companies. At his last position as an IT director, with DAZ Laundry Services S/A, one of Brazil's largest and most technologically advanced laundries, he gained important knowledge in company operational formatting and restructuring, leading the company to a three-fold growth. Throughout his career, he has also been involved with operations in the Telecommunications and Internet industry, bringing the company invaluable experience in the fields of ADSL, wireless telecommunications operations and Internet connectivity to multi-tenant buildings. He has acquired significant experience in all bureaucratic aspects of CLEC/TLEC operations, such as Tariff filing, state certifications and RBOC operations.

Worldwide Internet Services, Inc.

EXHIBIT III

Articles of Incorporation  
and  
Secretary of State Certificate

JUL-20-2000 18:13

STON &amp; SHAHADY, P.A.

9547793888 P.01/01



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

March 3, 1998

**THOMAS R. SHAHADY, ESQ.**  
**100 NE 3RD AVE, STE 850**  
**FORT LAUDERDALE, FL 33301-1146**

The Articles of Incorporation for **WORLDWIDE INTERNET SERVICES, INC.** were filed on March 2, 1998 and assigned document number **P98090019883**. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

**PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.**

**A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.**

**A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3578 AND REQUEST FORM 55-A.**

**SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.**

Should you have any questions regarding corporations, please contact this office at the address given below.

Tracy Augburger, Document Specialist  
New Filing Section

Letter Number: 698A00011583

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 92314

TOTAL P.01

ARTICLES OF INCORPORATION

OF

WORLDWIDE INTERNET SERVICES, INC.

FILED  
98 MAR -2 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is WORLDWIDE INTERNET SERVICES, INC.

ARTICLE II

The purpose or purposes for which this corporation is organized is for any purpose permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

This corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar and 00/100 (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

The initial street address of the principal office of this corporation shall be: 5533 N.W. 107th Avenue, Coral Springs, Florida, 33076, and the Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI

The number of Directors may be altered, from time to time, by By-Laws adopted by the Shareholders, however, the corporation shall have no less than one (1) Director at any time.



STATE OF FLORIDA

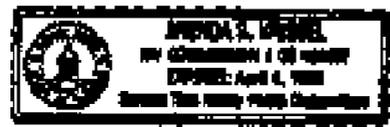
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ROBERT PALUCCI, to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Fort Lauderdale, County of Broward, State of Florida, this 24<sup>th</sup> day of February, 1998.

*Brenda S. Kiesel*  
Notary Public - State of Florida

My Commission Expires:



FILED  
98 MAR -2 AM 8:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I, ROBERT PALUCCI, do hereby accept designation of Registered Agent for WINDY DUDE INTERNET SERVICES, INC.

*Robert Palucci*  
ROBERT PALUCCI  
Registered Agent