

LAW OFFICES
LENARD H. GORMAN, P.A.
2655 LEJEUNE ROAD
PENTHOUSE 1-D
CORAL GABLES, FLORIDA 33134

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PO0000024371

Ms. Katherine Harris
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

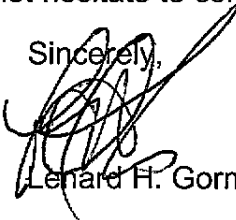
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*****122.50 *****78.75

Re: Latinode Communications Corporation

Dear Ms. Harris:

Enclosed are Articles of Incorporation for Latinode Communications Corporation. We are also enclosing a check in the amount of \$122.50 for the filing fees. If you should have any questions, please do not hesitate to contact us.

Sincerely,


Lenard H. Gorman

LHG/lm
enc

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00 MAR -3 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH MAR 09 2000

ARTICLES OF INCORPORATION
OF
LATINODE COMMUNICATIONS CORPORATION

ARTICLE I
CORPORATE NAME

The name and mailing address of this Corporation shall be:

Latinode Communications Corporation
7232 N.W. 31st Street
Miami, Florida 33122

ARTICLE II
NATURE OF CORPORATE BUSINESS

The corporation may engage in any activities or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

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 (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 2655 Le Jeune Road, Penthouse I-D, Coral Gables, Florida 33134, and the initial registered agent of this Corporation at such office shall be Lenard H. Gorman.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE V
INITIAL BOARD OF DIRECTORS**

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

**ARTICLE VI
INCORPORATOR**

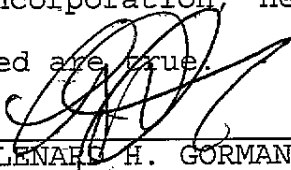
The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Lenard H. Gorman	2655 Le Jeune Road Penthouse I-D Coral Gables, Florida 33134

**ARTICLE VII
COMMENCEMENT DATE**

This Corporation shall commence its existence on the date upon the Articles of Incorporation are executed and acknowledged.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.



LENARD H. GORMAN

STATE OF FLORIDA)
) SS:
COUNTY OF DADE) -

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Lenard H. Gorman to me well known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation this 1st day of March, 2000.

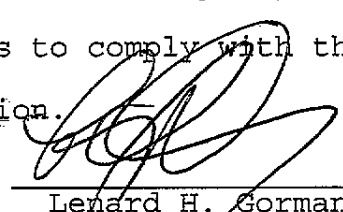

Notary Public

My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
RENEE DEMARAS
COMMISSION # CC796203
EXPIRES 1/12/2003
BONDED THRU ASA 1-888-NOTARY1

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Date: March 1, 2000


Lenard H. Gorman

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TALLAHASSEE, FLORIDA