M24102



ACCOUNT NO. : 072100000032

REFERENCE: 822991

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: September 7, 2000

ORDER TIME : 10:31 AM

ORDER NO. -: 822991-005

CUSTOMER NO: 121767A

CUSTOMER: Ms. Heather Irving

Karp & Genauer, P.a.

500003385465--9

Suite 1202

2 Alhambra Plaza

Coral Gables, FL 33134

DOMESTIC FILING

NAME:

NAVIX NETWORK, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

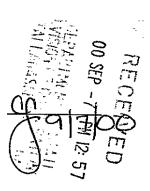
CERTIFIED COPY

PLAIN STAMPED COPY

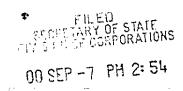
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION OF <u>NAVIX NETWORX, INC.</u>



The undersigned subscriber to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation is NAVIX NETWORX, INC.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be: 2601 S. Bayshore Dr., Suite 500, Miami, FL 33133.

ARTICLE III DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon filing of these Articles of Incorporation with the Department of State.

ARTICLE IV NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is Ten Thousand (10,000) shares of Common Stock having a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Each Holder of Common Stock shall have a preemptive right to acquire its pro rata share of any capital stock, or any instrument convertible into capital stock issued by the corporation.

ARTICLE VI INITIAL REGISTERED AGENT AND OFFICE

The name and Florida street address of the initial registered agent of the corporation are: Alhambra Registered Agents, Inc., c/o Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, FL 33134.

ARTICLE VII INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is Alhambra Registered Agents, Inc., c/o Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

ARTICLE VIII BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, the Incorporator, and any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 6th day of September, 2000.

ALHAMBRA REGISTERED & GENTS, INC.

Martin J. Genauer, Vice President



ACCEPTANCE OF REGISTERED AGENT

00 SEP -7 PM 2: 54

Having been named registered agent and to accept service of process for the above-stated corporation at the place designated in the Articles, the undersigned hereby accepts the appointment as registered agent, agrees to act in that capacity and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of the position of registered agent.

ALHAMBRA REGISTERED AGENTS,

INC.

By:

Martin J. Genauer, Vice President

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