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Kirkpatrick & Lockhart LLP

Miami Center- 20th Floor
201 South Biscayne Blvd.
Miami, FL 33131-2399
305.539.3300
www.kl.com

May 3, 2002

Jan Blanck
305.539-3364
Fax: 305.358.7095
jblanck@kl.com

Secretary of State of Florida
Corporations Division
P O Box 6327
Tallahassee, FL 32314

Re: Butterfly Connections, Inc.

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-05/06/02--01074-017
*****78.75 *****78.75

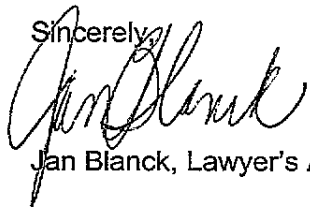
Ladies and Gentlemen:

Enclosed for filing with your offices are Articles of Incorporation, in duplicate, prepared to effect the formation of the above-referenced proposed Florida corporation. Also enclosed is a check in the amount of \$78.75 in payment of the following fees:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>8.75</u>
	\$ 78.75

Please return the certified copy to me. Thank you for your cooperation with this matter.

Sincerely,



Jan Blanck, Lawyer's Assistant to Richard Landman

Enclosure

cc: Richard Landman, Esq.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -6 AM 7:35

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
BUTTERFLY CONNECTIONS, INC.

The undersigned, acting as incorporator of Butterfly Connections, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Butterfly Connections, Inc.

ARTICLE II

ADDRESS

The street and mailing address of this Corporation shall be 3772 Falcon Ridge Circle, Weston, FL 33331.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock, which this Corporation is authorized to issue, is 10,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 3772 Falcon Ridge Circle, Weston, FL 33331 and the registered agent for the Corporation at that address shall be Deina McNabb.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

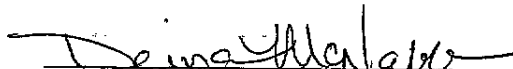
Name

Address

Deina McNabb

3772 Falcon Ridge Circle
Weston, FL 33331

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of April, 2002.


Deina McNabb, Incorporator


Certificate of Registered Agent

of

BUTTERFLY CONNECTIONS, INC.

Having been named to accept service of process for Butterfly Connections, Inc., at the place designated in the foregoing Articles of Incorporation, Deina McNabb agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: April 30, 2002


Deina McNabb

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