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Burt E. Eisenberg
ATTORNEYS AT LAW

Burt E. Eisenberg, J.D., C.F.P.
Greg Ross, J.D., of Counsel

April 10, 1995

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

800001456949
-04/14/95--01075--007
*****70.00 *****70.00

Re: Incorporation of SAT-NET, INC.

Dear Sir/Madam:

Enclosed please find the following:

- 1) Original and one (1) copy of Articles of Incorporation of the above captioned Corporation containing the Registered Agent Designation.
- 2) A check in the amount of \$70.00 made payable to your order, representing the following fees:

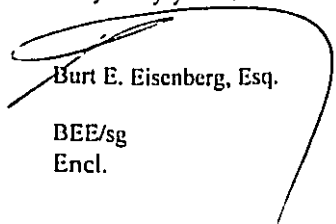
Filing Fee	\$35.00;
Registered Agent Designation	\$35.00.

TOTAL ENCLOSED	\$70.00
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Please return copies of the Articles of Incorporation once registered. A return envelope is enclosed for your convenience.

Thank you for your cooperation in this regard.

Very truly yours,


Burt E. Eisenberg, Esq.

BEE/sg
Encl.

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

ORIGINAL

OF

SAT-NET, INC.

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporations Act, Chapter 607, Florida Statutes, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I. NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be SAT-NET, INC. The principal address of the Corporation will be 2124 Hollywood Boulevard, Hollywood, FL 33020, and the mailing address shall be the same.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV. CAPITAL STOCK

The number of shares of stock that this Corporation is

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authorized to have outstanding at any one time is one thousand (1,000) shares.

ARTICLE V. PRE EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2124 Hollywood Boulevard, Hollywood, FL 33020, and the name of the initial registered agent at that address is BIJAN JEBELLI.

ARTICLE VII. INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
BIJAN JEBELLI	2124 Hollywood Boulevard Hollywood, FL 33020
ERNESTO GASPER AERRERA	2314 West 53 Place Hialeah, FL 33016

ARTICLE VIII. OFFICERS AND DIRECTORS

The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

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NAME

ADDRESS

BIJAN JEBELLI

2124 Hollywood Boulevard
Hollywood, FL 33020

ERNESTO GASPER AERRERA

2314 West 53 Place
Hialeah, FL 33016

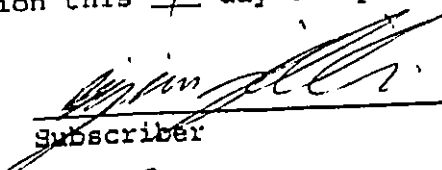
ARTICLE IX. INDEMNIFICATION

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

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4 day of April, 1995.


Subscriber


Subscriber

Certificate Designating Place of Business or Domicile for the
Service of Process Within This State, Naming Agent Upon Whom
Process May be Served

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

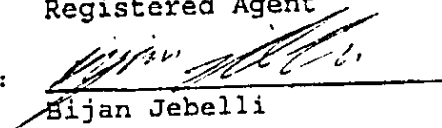
That SAT-NET, INC., desiring to organize under the laws of the
State of Florida, with its principal office, as indicated in the
Articles of Incorporation at 2124 Hollywood Boulevard, Hollywood,
FL 33020, County of Broward, State of Florida, has named Bijan
Jebelli located at 2124 Hollywood Boulevard, Hollywood, FL 33020
County of Broward, State of Florida, as its agent to accept service
of process within this state.

ACKNOWLEDGMENT:

I hereby certify that I am familiar with and accept the duties
and responsibilities as registered agent for said Corporation.

Registered Agent

By:


Bijan Jebelli

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STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

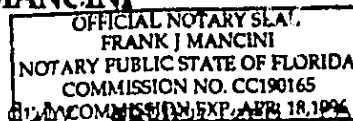
BEFORE ME, the undersigned officer duly authorized to administer oaths, personally appeared Bijan Jebelli personally known to be one of the persons who executed the foregoing Articles of Incorporation, or who has produced a driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 4 day of April, 1995.

Frank J. Mancini
NOTARY PUBLIC

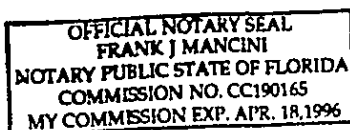
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

FRANK J MANCINI



BEFORE ME, the undersigned officer administer oaths, personally appeared Ernesto Gasper Aerrera personally known to be one of the persons who executed the foregoing Articles of Incorporation, or who has produced a driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 4 day of April, 1995.



Frank J. Mancini
NOTARY PUBLIC,

FRANK J MANCINI

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