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# ARTICLES OF INCORPORATION OF INTELDAT GROUP, INC.

FILED
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SECRETARY OF PH
LALLAHMSSEE, FI

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for Profit.

#### ARTICLE I

The name of the Corporation shall be: Inteldat Group, Inc.

#### ARTICLE II

The Componetion may engage in any activity or business permitted under the Laws of the State of Plorida and the United States of America.

### ARTICLM III

The maximum number of shares of stock which the Corporation shall have outstanding at any time shall be 500 shares of Common Stock at U.S. \$ 1.00 each. All or any part of the Capital Stock may be paid either in lawful moneys of the United States of America, or in other Assets transferred to the Corporation, at a true valuation as of the time of exchange for Stock.

# ARTICLE IV

The Amount of capital with which this Corporation shall begin business will not be less than U.S.\$ 500.00.

#### ARTICLE V

The Capital Stock of this Corporation may be issued pursuant to a plan under section 1246, Internal Revenue Code of 1954, as added by the Small Business Tax Provision of 1958. All of the Stocks and Securities in liqu of cash or at a just valuation to be determined by the Board of Directors of this Corporation.

THIS DOCUMENT IS PREPARED BY:
AMY BERNANDES OF A. HERNAMDES & ASSOCIATES CONSULTING, INC.
4000 WEST 11 LANE, HIALEAH, PLORIDA 33012 PHONE: 305-821-5995

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## ARTICLE VI

This Corporation is to have perpetual existence.

# ARTICLE VII

The principal office address of this Corporation shall be:

# 8290 LAKE DRIVE # 420 MIAMI, FLORIDA 33166

#### ARTICLE VIII

The number of persons of the Board of Directors of the Corporation shall not be less than one. The names and post office addresses of the first Board of Directors, who being subject to the provisions of the Articles of Incorporation, the by-laws and the Acts of Legislature, shall held office for the first year of the Corporations existence, or until their successors are elected and shall be duly qualified are:

PRESIDENT/SECRETARY Pablo Guetavo Aconta 8290 Lake Drive 4 420 Miami, Florida 33166 VICE-PRESIDENT Juan Carlos Popich Fernandus de Enciso 0 3502 1 Floor 8 A CP 1419 Capital Fed. Buenos Aires, Argantina

TREASURER Angel Agustin Acosta 8290 Lake Drive # 420 Miami, Florida 33166

#### ARTICLE IX

The names and post office addresses of each subscriber to the Articles of Incorporation are as follows:

300 SHARES OF COMMON STOCK INTELDAT GROUP 5.R.L. Fernandez de Bnciso 3502 1 Floor, of A CP 1419 Capital Federal Buenos Aires, Argentina S.A. 100 SHARES OF COMMON STOCK PABLO QUSTAVO ACOSTA 8290 Lake Drive # 420 Mismi, Florida 33166

100 SHARES OF COMMON STOCK ANGEL AGUSTIN ACOSTA 8290 Lake Drive # 420 Miami, Plorida 33166

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#### ARTICLE X

Limitations of Corporate Stocks no shareholder of this Corporation may sell or transfer stock in this Corporation except to another individual who is eligible to be a Stockholder in the Corporation, and such sale or transfer may be made only after the same shall have been approved at a Stockholder's Mesting specifically called for that purpose by not less than a majority of the outstanding stock at such Stockholder's Meeting, exclusive of the Stock to be sold. The Stockholder's Meeting, exclusive shall have first option to purchase the shares from the selling shareholder; the shares of stock held by the chareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

#### ARTICLH XI

The Corporation shall have the further right and power to from time to time, determine whether and to what extent, and at what time and place and under what conditions and regulations, the accounting books of this Corporation, other than the Stock Book, or any of them, shall be open to the inspection of the Stockholders, and no Stockholder shall have any right of inspecting any account book or document of this Corporation except as conferred by status, unless authorised by resolution of the Stockholders or Board of Directors. The Corporation, in its by-laws, confers powers upon its Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorised and expressly conferred by Statute. Both the Stockholders and Directors shall have the power, if the by-laws so provide, to hold their respective meetings and to have one or more officen, within or without the State of Florida, and to keep the books of this Corporation subject to the provisions of the statute outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the Stockholders herein or granted subject to this reservation.

We, the undersigned, being each and all of the Original Subscribers to the Capital Stock herein above named for the purpose of forming a Corporation for Profit to do business within

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and without the State of Plorida, do hereby make, subscribe and acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and do respectively agree to abide by the Articles as herein stated.

Subscribed to in the City of Mialeah, County of Dade, State of Florida thin 10 day of May 1995.

JUAN CARLOS POPICH-OBN. DYRECTOR THTELDAY GROUP S.R.L.

ACOSTA ANGRE AGU

STATE OF FLORIDA COUNTY OF DADE

DEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORISED TO ADMINISTER OATHS AND RECEIVE ACKNOWLEDGMENTS, PERSONALLY APPEARED THE ABOVE PARTIES WHO AFTER BEING DULY SWORN BY ME, DEPOSE AND SAY THAT THEY EXECUTED AND SIGNED THE ABOVE FORE-GOING ARTICLES OF INCORPORATION FOR THE PURPOSES THEREIN SET FORTH.

WITNESS MY HAND AND OFFICIAL SEAL AT THE CITY OF HIALEAH, COUNTY OF DADE, STATE OF FLORIDA THIS 10 DAY OF MAY 1995.

Kurrenzan<del>atumitarianisasis</del>is Amy Hernandez

Notes Public, State of Florida

Commission No. CC 321734

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MY COMMISSION EXPIRES

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CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OR DONICIES FOR SERVICE OF PROCESS WITHIN THE STATE OF PLORIDA

In pursuance of Chapter 48.091, Plorida Statutes, the following is submitted in accordance with said Act:

8290 LAKE DRIVE 6 420 MIAMI, FLORIDA 33166

and it has appointed AMY HERNANDEE of 4000 West 11 Lane, Highesh, Florida 33012, as its Resident Agent to Accept Service of Process within this State.

DATED:5-10-95

ACKNOWLEDGHENT

Having been named to Accept Service of Process for the above stated Corporation at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

DATED:5-10-95

95 HAY 15 PH 2: 22 SECRETARY OF STATE ALLAHASSEE, FLORIDA

APPOINTED

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996. AMOUNT DUE ON OR BEFORE 6/7/96: \$275 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.) LLORIDA DEPARTMENTO DE STATE PROFIL FILED SECRETARY OF STATE DIVISION OF CORPORATIONS CORPORATION Sandra B. Morthatti Secretary of State ANNOAL BEPORT DIVISION OF CORPORATIONS 1996 96 SEP -9 AM 10: 04 P95000038378 (2) **DOCUMENT#** INTELDAT GROUP, INC. Mading Address Poncopal Place of Business 8290 LAKE DRIVE 8290 LAKE DRIVE #420 3a. Date of Last Report 3. Date lecorporated or Qualified MIAMI FL 33108 MAME FL 33166 05/15/1995 Applied For A. LLL Number 2a. Mailed Address K Not Applicable 2. Principal Place of Business 26 \$8,75 Additional 21 Suite, Apt. #, etc. 5. Certificate of Status Desired Fee Required Sque, Apt # eld \$5.00 May Bo 22 6. Election Compaign Financing City & State Added to Fees City & State Irust Lund Contribution 28 This corporation has liability to intemplate tax under a 199 002. 23 Country Žiρ Yes X No Country 240 Florida Stabilos 30 29 10. Name and Address of New Registered Agent 25 24 9. Name and Address of Current Registered Agent 81 Name HERNANDEZ, AMY Street Address (P.O. Box Number is Not Acceptable) 12 8290 LAKE DRIVE #420 83 MAMI FL 33166 Zip Code 85 -City 11. Pursuant to the provisions of Sections 607 0502 and 607 1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida, Such change was authorized by the corporation's board of directors. Thereby accept the appointment as registered agent. Lam familiar with, and accept the obligations of, Section 607 0505, Florida Statutes. (printpost mate beaute supratus sequent seem temptating) SIGNATURE ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 Steprature, hypordice printed reprinted reprinted appearance argent and tops disapple when OFFICERS AND DIRECTORS 13. Change Addition 12. DELETE 1 1 103LE ACOURA, ANGEL A. #170 1014 12 NAME ACOSTA, PABLO G HAUF 13 STRUET ADDRESS 13.90 Lange L Addition 8290 LAKE DRIVE #420 STREET ADDRESS 14 CITY - \$1 - 7IP MIAMI FL 33166 CHY-ST ZP DELLITE 21 little TITLE 27 NULL ACOSTA, ANGEL A 23 STREET ADDRESS 8290 LAKE DRIVE #420 STREET ADDRESS 2 4 CITY - ST-71P MIAMI FL 33186 CITY - ST - ZIP DELETE 31 TITLE TITLE 32 NAME POPICH, JUAN C 3502 1ST FLOOR #A CP 1419 CAPITAL FED. 3.3 STREET ADDRESS STREET ADORESS **BUENOS AIRES, ARGENTINA** 34 CITY-ST-71P Change Addition City-St-7P DELETE 41 TITLE TITLE 4 2 NAME NAME 4 3 STREET ADDRESS STRUCT ADDRESS 4.4 CITY - ST - 71P Change Addition CITY ST-ZIP DELETE 5 1 Will TITLE 52 NAME NAME 5 3 STREET ADDRESS STREET ADDRESS 54CITY-ST-ZIP Change Addition City-5 6 1 TITLE DELETE TITLE 62 HAVE HATAE & 3 STREET ADDRESS

14. Ido hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119 07(3)(k). Florida Statutes, I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13.7 handed, or on an attachment with an address.

FABLO ACOSTA

Must

STREET ADDRESS

SIGNATURE: