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networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 1 07-100000032

REFERENCE : 629807 6401A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : 9

ORDER DATE : June 30, 1995

ORDER TIME : 11:49 AM

400001528754

ORDER NO. : 629807

CUSTOMER NO: 6401A

CUSTOMER: Joshua Bennett, Esq
SCHANTZ SCHATZMAN
& AARONSON, P.A.
Suite 1050
200 South Biscayne Boulevard
Miami, FL 33131-2394

DOMESTIC FILING

NAME: ICANECT, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

T. BROWN JUL - 3 1995

NR R95-1919

FILED
95 JUN 30 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

- OF -

ICANECT, INC.

FILED
95 JUN 30 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is ICANECT, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purposes of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is Suite 1050, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131-2394, and the name of

the registered agent of this corporation at that address is JOSH N. BENNETT. The address of the corporation's principal office is the same as the address of its registered office.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one

(1). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
ELMER HURWITZ	1020 N.W. 163rd Drive North Miami, Florida 33169
ROBERT HURWITZ	1020 N.W. 163rd Drive North Miami, Florida 33169
JOAN NEPTUNE	1020 N.W. 163rd Drive North Miami, Florida 33169

ARTICLE VII - INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
JOSH N. BENNETT	Suite 1050, First Union Financial Center 200 South Biscayne Boulevard Miami, Florida 33131-2394

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of June, 1995.



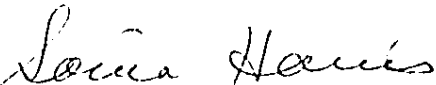
JOSH N. BENNETT

STATE OF FLORIDA

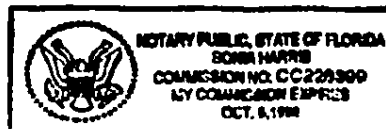
)
:SS.:
)

COUNTY OF DADE

THE FOREGOING INSTRUMENT was acknowledged before me, JOSH N. BENNETT, the undersigned authority, this 29th day of June, 1995, by JOSH N. BENNETT, who is personally known to me and who did/did not take an oath.



NOTARY PUBLIC, State of Florida at Large
My Commission Expires:



DESIGNATION OF RESIDENT AGENT

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

(Attached to the Articles of Incorporation of

ICANECT, INC.

and Made a Part Thereof)

95 JUN 30 PM 2:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted
in compliance with said Acts and made a part of the Articles of Incorporation of said corporation
to which this document is attached:

THAT, ICANECT, INC., desiring to organize under the laws of the State of Florida,
with its registered office as indicated in the Articles of Incorporation in the City of Miami, County
of Dade, State of Florida, has named **JOSH N. BENNETT**, as its Registered Agent to accept
service of process within this State.

ACCEPTANCE

THAT, I agree as Resident Agent to accept Service of Process; to keep office open during
prescribed hours; to post my name (and any other officers of said corporation authorized to accept
service of process at the above Florida designated address) in some conspicuous place in office
as required by law.



JOSH N. BENNETT,
Resident Agent

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