

JAN 16-1996 16:03

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIOSK COMPANY

DEPARTMENT OF STATE
STATE OF FLORIDA

409 EAST GANES STREET
TALLAHASSEE, FL 32399

490 W. FLAGLER ST
SUITE 400
MIAMI, FL 33135

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CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SEAGATE VENTURES LTD.

FAX AUDIT NUMBER: H96000000772

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/16/1996

TIME REQUESTED: 14:57:16

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 6

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

01/17/96 10:21 Fl. Dept. of State pl /1



Mr. Burns

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 17, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SEAGATE VENTURES LTD.
REF: W96000001297

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

PLEASE RE-FAX PAGE 3, CUT OFF AT TOP.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000000772
Letter Number: 996A00002146

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25 JAN 19 PM 3:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SEAGATE VENTURES LTD., CORP.**

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is: **SEAGATE VENTURES LTD., CORP.**

ARTICLE II - NATURE OF BUSINESS

This Corporation is organized for the purpose of transacting telecommunications and any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

A. To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida and in all other States and countries.

B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

C. To purchase the corporate assets of any other corporation and engage in the same or other character or business.

Richard Burns, Esquire
Florida Bar No. 091370
1500 N.W. 107 Avenue - 200
Miami, Florida 33172
(305) 697-0202

or otherwise acquire or dispose of the capital stock of, or any bonds, securities or any other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owners of such stock exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

E. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

F. To manufacture, sell and distribution of food and snack products.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this company is authorized to have outstanding at any time is One Hundred (100) shares of Five Dollars (\$5.00) per value, the consideration to be paid for each share shall be Five Dollars (\$5.00).

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than FIVE HUNDRED (\$500.00) Dollars.

ARTICLE V

This Corporation is to exist perpetually.

Richard Burns, Esquire
Florida Bar No. 091370
1500 N.W. 107 Avenue -200
Miami, Florida 33172
(305) 587-0202

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The initial post office address of the registered agent of the corporation is:

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1500 N.W. 107 Avenue, Suite 200, Miami, Florida 33172 and the name of the initial registered agent of this Corporation is Richard Burns. The address of the corporation is 14440 S.W. 85 Avenue, Miami, Florida 33158.

ARTICLE VII

This Corporation shall have one (1) director initially. The number of directors may increase or diminish from time to time, by laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

The names and post office addresses of the member(s) of the first Board of

Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Silvio A. Leal Director	14440 S.W. 85 Avenue Miami, Florida 33158
Dee A. Leal Director	14440 S.W. 85 Avenue Miami, Florida 33158

ARTICLE IV - SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Silvio A. Leal President	14440 S.W. 85 Avenue Miami, Florida 33158
Dee A. Leal Secretary	14440 S.W. 85 Avenue Miami, Florida 33158

Richard Burns, Esquire
Florida Bar No. C91370
1500 N.W. 107 Avenue -200
Miami, Florida 33172
(305) 597-0202

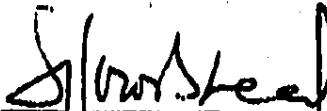
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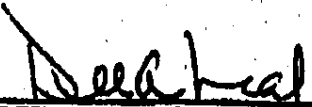
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ARTICLE X. AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

IN WITNESS WHEREOF, the subscribing stockholders and incorporates have hereto set their hands and seals, and caused these Articles of Incorporation to be executed this 5th day of January, 1996.


SILVIO A. LEAL - President


DEE A. LEAL - Secretary

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared, Silvio A. Leal and Dee A. Leal, known to me to be the person who executed the foregoing Articles of Incorporation of SEAGATE VENTURES LTD., ^{CORP.} and severally acknowledged before me that they executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the city of Miami, Dade County, Florida this 5th day of January, 1996.


NOTARY PUBLIC, State of Florida
My commission expires:

Richard Burns, Esquire
Florida Bar No.: 091370
1600 N.W. 107 Avenue - 203
Miami, Florida 33172
(305) 887-0202



NOTARY PUBLIC, STATE OF FLORIDA
RICHARD BURNS
COMMISSION NO: CC198421
MY COMMISSION EXPIRES

TOTAL P.03

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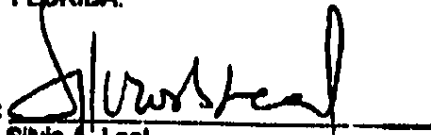
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, HAVING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT SEAGATE VENTURES ^{LTD., CORP.} DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED RICHARD BURNS, LOCATED AT 1500 N.W. 107 AVENUE, SUITE 200, MIAMI, FLORIDA 33172, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE:



TITLE:

Silvio A. Leal
President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND : FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:


Richard Burns, Registered Agent

DATE :

1/5/96

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JAN 19 PM 3:38

FILED

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