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1-24-96

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: CAMELEON CONNECTIONS, INC.  
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TALLAHASSEE, FLORIDA

1-24-96  
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DIVISION OF CORPORATIONS

56 JAN 24 AM 8:00

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ARTICLES OF INCORPORATION  
OF  
CAMELEON CONNECTIONS, INC.

④

ARTICLE I - NAME

The name of this Corporation is CAMELEON CONNECTIONS, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on January 23, 1996.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and of the State of Florida, but specifically in video conferences.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this Corporation is Armando A. Brana, Esquire, 3971 S.W. 8th Street, Suite #206, Coral Gables, Florida 33134. The Office of this Corporation is 4530 N.W. 4th Terrace, Miami, Florida 33126, and is also the principal office and mailing address of the corporation.

ARMANDO A. BRANA, ESQ.

3971 SW 8th St. #206  
Coral Gables, FL 33134

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(305) 461-4880

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#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have (2) Directors initially. The numbers of Directors may be increased by the By-Laws or diminished from time to time, but never to be less than one (1). The names and addresses of the Initial Directors of this Corporation are:

NAME	ADDRESS
(1) Evan E. Martinez	4530 N.W. 4th Terrace Miami, Florida 33126
(2) Christopher Bourne	10900 S.W. 104th Street Apartment #326 Miami, Florida 33176

#### ARTICLE VII - BY LAWS

The BY-LAWS of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Directors, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X - INCORPORATION

The names and addresses of the persons signing these Articles are Evan E. Martinez, 4530 N.W. 4th Terrace, Miami, Florida 33126 and Christopher Bourne, 10900 S.W. 104th Street, Apartment #326, Miami, Florida 33176.

#### ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, in

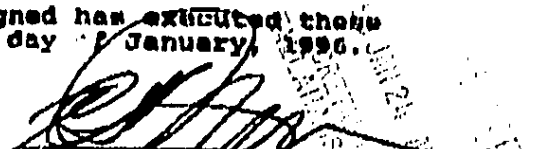
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accordance with the provisions of the State of Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23 day of January, 1996.

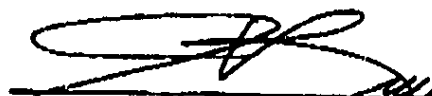
  
EVAN E. MARTINEZ

  
CHRISTOPHER BOURNE

**ACCEPTANCE BY REGISTERED AGENT OF CORPORATION**

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

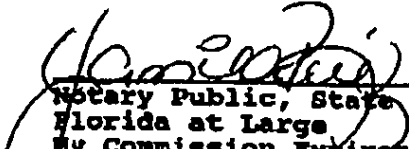
DATED THIS 23 day of January, 1996.

  
ARMANDO A. BRANA, ESQUIRE  
(REGISTERED AGENT)

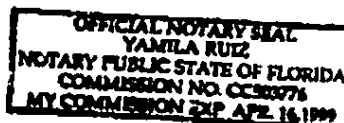
STATE OF FLORIDA )  
COUNTY OF DADE )

Before me, Notary Public authorized in the State and County set forth above, personally appeared Evan E. Martinez and Christopher Bourne, and Armando A. Brana, Esquire, as registered agent known to me and to be the persons who as Incorporators and registered agent executed the foregoing Articles of Incorporation of CAMLEON CONNECTIONS, INC., and they acknowledged before me that they executed there Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23 day of January, 1996.

  
Notary Public, State of  
Florida at Large  
My Commission Expires:

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