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**CSC networks**  
PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

FILED  
96 MAY -7 PM 12:57  
SECRET  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 071100000001

REFERENCE : 945095

AUTHORIZATION :

*Patricia Pugh*

COST LIMIT : \$ 70.00

ORDER DATE : May 7, 1996

ORDER TIME : 1:20 PM

ORDER NO. : 945095

CUSTOMER NO: 10947A

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CUSTOMER: Mark S. Feuren, Esq.  
WALDMAN & FEUREN, P.A.

Suite 1500  
1 Financial Plaza  
Fort Lauderdale, FL 33394

DOMESTIC FILING

NAME: UNIVERSAL CONNECTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

*TH*  
*5-9-96*

ARTICLES OF INCORPORATION  
OF  
UNIVERSAL CONNECTIONS, INC.

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SEAL  
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statutes, Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Universal Connections, Inc.

ARTICLE II

The existence of the corporation shall begin on the date the undersigned incorporator has executed these Articles of Incorporation.

ARTICLE III

The street address of the principal office of the Corporation is 4761 East 4th Avenue, Hialeah, Florida 33012.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 500, all of which shall be Common Shares with a par value of \$0.01 per share. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 100 S.E. Third Avenue, Suite 1500, Fort Lauderdale, Florida, 33394. The initial registered agent for the Corporation at that address is Waldman & Feluren, P.A.

ARTICLE VI

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

John Trella  
4761 East 4th Avenue  
Hialeah, Florida 33012

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HIALEAH, FLORIDA

ARTICLE VII

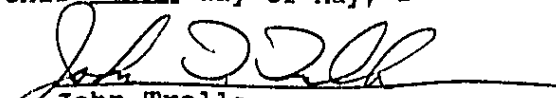
The name and street addresses of the person signing these articles of incorporation is:

John Trella  
4761 East 4th Avenue  
Hialeah, Florida 33012

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 6th day of May, 1996.

  
John Trella

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Universal Connections, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3). M&F

Waldman & Feluren, P.A.

By:   
Mark S. Feluren, President

~~~~~  
"OFFICIAL NOTARY SEAL"  
MARK S. FELUREN  
Notary Public, State of Florida  
Commission No. CC249546  
My Commission Expires 1/23/97  
~~~~~

Dated: May 6th, 1996

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WALDMAN & FELUREN, P.A.

ATTORNEYS AT LAW

ONE FINANCIAL PLAZA • SUITE 1800

FORT LAUDERDALE, FLORIDA 33394

TELEPHONE (305) 467-8800

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GLENN J. WALDMAN\*  
MARK S. FELUREN\*\*  
CRAIG J. TRIGOROFF  
MOURA B. SHENON

\*ALSO ADMITTED IN COLORADO  
\*\*ALSO ADMITTED IN NEW YORK

MIAMI / DADE COUNTY OFFICE  
2301 COLLINS AVENUE  
SUITE M-14  
MIAMI BEACH, FLORIDA 33139

OF COUNSEL  
MARK H. HILDEBRANDT, P.A.

May 15, 1996

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Universal Connections, Inc.

Dear Sir/Madam:

Enclosed please find a copy of the Articles of Incorporation, filed on May 7, 1996, for the above-referenced Corporation.

A typographical error was made in the address of the Corporation (Articles VI and VII). The correct address of the Corporation should be:

4167 East 4th Avenue  
Hialeah, Florida 33012

Please update your records accordingly.

Very truly yours,

*Renee Peavey*  
Renee Peavey,  
Secretary to Mark S. Feluren

MSF/rp  
Enclosure

cc: John Trella

5/21/96  
address  
change