



THE COMPANY CORPORATION

1113 N. Market Street • Wilmington, Delaware 19801-1131 • Telephone: (302) 575-0440 • Fax: (302) 575-1111

P96000056288

June 25, 1996

Corporate Records Bureau
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

RE: Latin Peripherals Inc.
P1095216 MEN

800001889438
-07/10/96--01034--008
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Latin Peripherals Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext.7003, with questions regarding the enclosed application.

Sincerely,

Dawn Showell

Dawn Showell
Corporate Service Representative

*7/3/96
JD*

enc.

95 JUL -1 AM 11:22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Latin Peripherals Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Hellsat, Inc.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is

200 - A John Knox Road, Tallahassee FL 32303-6643.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 100 shares at no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Shemtov Menahem P.O. Box 6206, Herzlia City Israel 46100

SEVENTH: The duration of the corporation is perpetual.

EIGHTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Dawn M. Showell c/o The Company Corporation 1313 N. Market Street,
Suite 3410; Wilmington DE 19802

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 19th day of June, 1996.

Dawn M. Showell

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 19th day of June, 1996 by Dawn M. Showell

SUSAN M. GRIFFIN
NOTARY PUBLIC-DELAWARE
Appointed October 6, 1994
Term 2 Years

Susan M. Griffin
Notary Public

This document was prepared by Dawn M. Showell, 1313 N. Market Street, Suite 3410; Wilmington DE 19801 (302) 575-0440

FILED
JUN 19 1996
TALLAHASSEE, FLORIDA
CLERK OF STATE


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

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Latin Peripherals Inc. desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Tallahassee, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

FILED
9 JUN 19 11:22
STATE
TALLAHASSEE, FLORIDA

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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Larry Wolfe

Date June 19, 1996