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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
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FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
07535000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212) 431-5000

FAX #:

(212) 431-1441

NAME: ALCAT COMMUNICATIONS INTERNATIONAL, INC.

AUDIT NUMBER.....H97000000652

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF INCORPORATION
OF
ALCAT COMMUNICATIONS INTERNATIONAL, INC.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **ALCAT COMMUNICATIONS INTERNATIONAL, INC.**

2. The duration of the corporation shall be perpetual.

3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

4. The aggregate number of shares which the corporation shall have authority to issue is **200 AT A PAR VALUE OF \$1.00** shares, all without par value and of one class.

5. The principal address and mailing address of the corporation will be **1248 SARA COURT, WINTER PARK, FL 32789** and the name of its initial registered agent at such address is **ALMA KADRAGIC**.

6. The number of directors constituting the initial board of directors is **Three** and the name and address of each person who is to serve as a member thereof is as follows:

ALMA KADRAGIC, 1248 SARA COURT, WINTER PARK, FL 32789
A.I. KADRAGIC, 139 CARLEY AVENUE, HUNTINGTON, NY 11743
CATHERINE KADRAGIC, 139 CARLEY AVENUE, HUNTINGTON, NY 11743

7. The name and address of the sole incorporator is: **ROBERT ARATINGI**, c/o ^{Blumberg} ~~Excelsior~~ CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 01/13/97

BlumbergExcelsior
62 White St
New York, NY 10013
212-431-5000


ROBERT ARATINGI
Sole Incorporator

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby accept appointment as Registered Agent of ALCAT COMMUNICATIONS INTERNATIONAL, INC., the within named corporation.

Dated: January 10, 1997

Alma Kadragic
ALMA KADRAGIC

BlumbergExcelsior
62 White St
New York, NY 10013
212-431-5000

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