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ACCOUNT NO.: 072100000032

REFERENCE: 265118

8077A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: February 19, 1997

ORDER TIME : 12:16 PM

ORDER NO. : 265118-015

CUSTOMER NO: 8077A

100002092571--4

CUSTOMER: Judith A. Freundt, Legal Asst

MIGUEL A. MARTIN, ESQ

Suite 830

848 Brickell Avenue Miami, FL 33131

DOMESTIC FILING

NAME:

NATCOM INTERNATIONAL, INC.

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

FILED

97 FEB 19 AM 8:59

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

NATCOM INTERNATIONAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NATCOM INTERNATIONAL, INC.

The address of the principal office of this corporation shall be 5999 Biscayne Boulevard, Miami, Florida 33137, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 3 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Manuel Montero Dir.

5999 Biscayne Boulevard Miami, Florida 33137

Eduardo Sarasola

Same

Dir.

Roberto Rodriguez

Same

Dir.

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Manuel Montero Pres.

5999 Bicsayne Boulevard Miami, Florida 33137

Eduardo Sarasola

Same

V. Pres.

Roberto Rodriguez

Same

Sec.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on February 19, 1997.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

FILED

97 FEB 19 AH 8:58

ACCEPTANCE OF REGISTERED AGENT DESIGNATESECREMANY OF STATE IN ARTICLES OF INCORPORATION TALLAHASSEE, FLORIDA

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

GLS/smr