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DALLAS RIO DE JANEIRO VALENCIA
JUAREZ SAN DIEGO WASHINGTON, D.C.

May 15, 1997

Florida Department of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

Re: Infolink Information Services, Inc.

500002182735--2
-05/19/97--01068--004
*****70.00 *****70.00

Dear Sirs:

Enclosed are the Articles of Incorporation for Infolink Information Services, Inc., along with our check in the amount of \$70.00 representing the filing fee. Please stamp the enclosed copy and return to me in the self-addressed, stamped envelope which I have provided for your convenience.

Sincerely,

Michael Hoffman

Michael H. Hoffman

MHH/mr
Enclosures

123297

FILED
97 MAY 19 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 5/21/97

ARTICLES OF INCORPORATION
OF
INFOLINK INFORMATION SERVICES, INC.

FILED
97 MAY 19 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation is *Infolink Information Services, Inc.* and its mailing address is 344 Alton Road, Box No. 6, Miami Beach, Florida 33139.

ARTICLE II

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of this Corporation or which at any time appear conducive thereto or expedient.

ARTICLE III

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of Common Stock, par value \$0.01 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 344 Alton Road, Box No. 6, Miami Beach, Florida 33139, and the name of the initial registered agent of this Corporation at that address is Prieur J. Leary, III.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this Corporation is:

<u>Name</u>	<u>Address</u>
Prieur J. Leary, III	344 Alton Road, Box No. 6 Miami Beach, Florida 33139

ARTICLE VII

DIRECTOR QUORUM AND VOTING

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

ARTICLE VIII

VOTING REQUIREMENTS FOR SHAREHOLDERS

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation.

ARTICLE IX

CLASSES OF DIRECTORS

The Bylaws of this Corporation may provide that the directors be divided into not more than four classes, as nearly equal in number as possible, whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than four years and provided further that at least one-fifth in number of the directors shall be elected annually.

ARTICLE X

AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE XI

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

ARTICLE XII

DIVIDENDS

Dividends payable in shares of any class may be paid to the holders of shares of any other class.

ARTICLE XIII

INDEMNIFICATION

This Corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of

his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE XIV

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Prieur J. Leary, III
344 Alton Road, Box No. 6
Miami Beach, Florida 33139

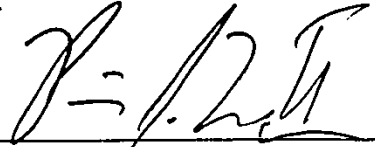
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 15 day of May, 1997.



Prieur J. Leary, III

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for Infolink Information/^{Services, Inc.} at the place designated in these Articles of Incorporation, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.



Prieur J. Leary, III
Registered Agent

123055

FILED
97 MAY 19 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA