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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C. RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: ULTRACOM INTERNATIONAL INC.

AUDIT NUMBER.....H97000011046

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

CERT. OF STATUS...1

PAGES..... 4

CERT. COPIES.....0

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Ultracom International Inc.

### Article II. Address

The mailing address of the Corporation is:  
Ultracom International Inc.  
8675 NW 53rd Street  
Suite 112  
Miami FL 33166

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Joseph A. Carballo  
11900 Biscayne Boulevard, Suite 268  
North Miami FL 33181

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Rom Mattesich

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Joseph A. Carballo | FL Bar Member 0983845  
Carballo & Pape  
11900 Biscayne Boulevard, Suite 268  
North Miami FL 33181  
305-892-6944

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

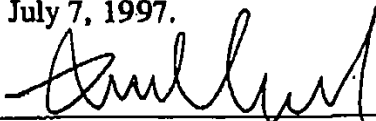
The name and address of the incorporator is:

Joseph A. Carballo  
Carballo & Pape  
11900 Biscayne Boulevard, Suite 268  
North Miami FL 33181

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 7, 1997.

The undersigned incorporator executed these Articles of Incorporation on July 7, 1997.

  
\_\_\_\_\_  
JOSEPH A. CARBALLO  
by L.A. Uriarte as attorney-in-fact

Joseph A. Carballo | FL Bar Member 0983845  
Carballo & Pape  
11900 Biscayne Boulevard, Suite 268  
North Miami FL 33181  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

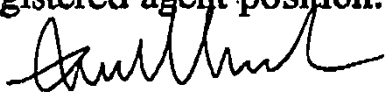
**CORPORATION:**

**Ultracom International Inc.**

**REGISTERED AGENT/OFFICE:**

**Joseph A. Carballo  
11900 Biscayne Boulevard, Suite 268  
North Miami FL 33181**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**JOSEPH A. CARBALLO**

**by L.A. Uriarte as attorney-in-fact**

**Date: July 7, 1997**

**Joseph A. Carballo | FL Bar Member 0983845  
Carballo & Pape  
11900 Biscayne Boulevard, Suite 268  
North Miami FL 33181  
305-892-6944**

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