

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P97000074793

Venus Communications
Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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Signature _____

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Name _____ Date _____ Time _____

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ARTICLES OF INCORPORATION
OF
VENUS COMMUNICATIONS, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation is VENUS COMMUNICATIONS, INC., whose principal office and mailing address is 1323 Malabar Lakes Drive, Palm Bay, Florida 32905.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 2,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

SACHIT R. NADKARNI
1323 MALABAR LAKES DRIVE
PALM BAY, FLORIDA 32905

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the initial directors of this corporation are:

SACHIT R. NADKARNI
1323 MALABAR LAKES DRIVE
PALM BAY, FLORIDA 32905

SANDHYA S. NADKARNI
1323 MALABAR LAKES DRIVE
PALM BAY, FLORIDA 32905

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the initial incorporator is:

SANDHYA S. NADKARNI
1323 MALABAR LAKES DRIVE
PALM BAY, FLORIDA 32905

ARTICLE IX - AMENDMENT

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned, as the initial incorporator, has executed the foregoing Articles of Incorporation on this 27th day of August, 1997.

PRINT TYPE OR STAMP NAME OF NOTARY PUBLIC
PERSONALLY KNOWN OR
PRODUCED I.D. OR
TYPE OF I.D. PRODUCED ALONG WITH NUMBER

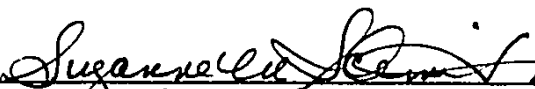


SANDHYA S. NADKARNI

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared SANDHYA S. NADKARNI, who is personally known to me or who produced FL DA N326 79767 7680 as identification and who did take an oath, and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that she made and executed the Articles of Incorporation as incorporator of the corporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Melbourne, Brevard County, Florida, this 27th day of August, 1997.


Notary Public

Print Name: _____
My Commission Expires: _____



SUZANNE M SCHMIDT
My Commission CC405008
Expires Sep. 05, 1998
Bonded by ANB
400-652-6878

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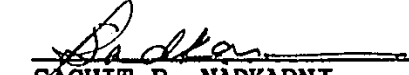
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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That VENUS COMMUNICATIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in Palm Bay, Brevard County, Florida, has named SACHIT R. NADKARNI, of 1323 Malabar Lakes Drive, Palm Bay, Florida 32905, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act and Chapter 607, Florida Statutes, relative to keeping open said office.


SACHIT R. NADKARNI
Registered Agent