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ATTORNEYS AT LAW  
112 SOUTH HIBISCUS ISLAND  
MIAMI, FLORIDA 33139-5130

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\* ADMITTED IN FLORIDA AND BRAZIL  
+ ADMITTED IN FLORIDA AND NEW YORK  
\* ADMITTED IN FLORIDA AND BEFORE THE  
U.S. PATENT AND TRADEMARK OFFICE

December 3rd, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

300002364343--7  
-12/05/97--01079--006  
\*\*\*\*122.50 \*\*\*\*122.50

Re: BOOLEAN DIVERSIFICATION CORPORATION

(4)

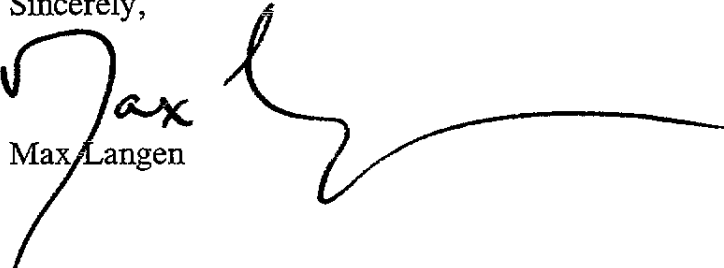
Dear Sirs:

Enclosed please find for filing the original Articles of Incorporation and one copy for certifying for the a.r. firm. A preliminary search by your office has indicated that the name is available.

Also enclosed is a check for \$122.50 to cover the costs of the filing fee and the cost of one certified copy of the articles, as well as a SASE.

Thank you.

Sincerely,

  
Max Langen

FILED  
97 DEC -5 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
BOOLEAN DIVERSIFICATION CORPORATION

ARTICLE I  
NAME

The name of this corporation is BOOLEAN DIVERSIFICATION CORPORATION

ARTICLE II  
PURPOSE

This corporation is organized to do any and all lawful business.

ARTICLE III  
CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) Shares of stock, at \$1.00 par value.

ARTICLE IV  
INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation, together with the agent's address, is Max Langen, Esq., 112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE V  
INITIAL MAILING ADDRESS

The initial mailing address of this corporation is c/o Max Langen, 112 South Hibiscus Drive, Miami, Florida, 33139-5130.

**FILED**  
97 DEC -5 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

Super Highway Communications, Inc.

(name of corporation)

97 DEC -8 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 5993 N.W. 57th Court A-209  
Tamarac, Florida. 33319

has named Genard Hassell  
located at the aforesaid address, as its Registered Agent to accept service of process within  
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated  
corporation at the place designated in this certificate, and being familiar with the obliga-  
tions of that position, I hereby accept to act in this capacity, and agree to comply with the  
provisions of Florida Law in keeping open said office.

  
(registered agent)

ARTICLE VI  
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial director/incorporator of the corporation and his address is:

Max Langen  
112 South Hibiscus Drive  
Miami, Florida 33139-5130

ARTICLE VII  
INCORPORATOR

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

Max Langen  
112 South Hibiscus Drive  
Miami, Florida 33139-5130

ARTICLE VIII  
INDEMNIFICATION

The corporation shall indemnify any officer, Incorporator or Director or any former officer, Incorporator or Director, to the full extent permitted by law.

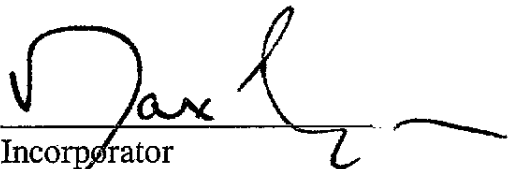
ARTICLE IX  
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE X  
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 2<sup>nd</sup> day of December, 1997.

  
\_\_\_\_\_  
Incorporator  
Max Langen

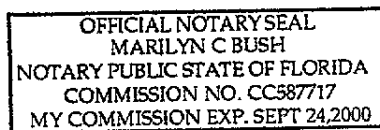
State of Florida     )


County of Dade     )

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of December, 1997, by Max Langen who is:

\_\_\_\_\_ personally known to me; or

\_\_\_\_\_ has produced FL DL # 2525-554-65-4700 as identification and who did (did not) take an oath.



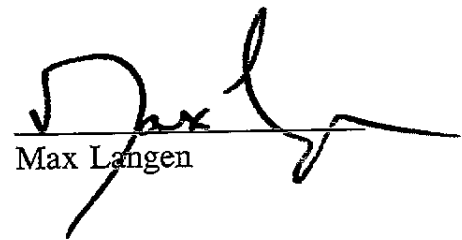
  
\_\_\_\_\_  
Notary Public, Florida

My commission expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the registered agent of **BOOLEAN DIVERSIFICATION CORPORATION**

This acceptance is dated the 2<sup>nd</sup> day of December, 1997.

  
Max Langen

**FILED**  
97 DEC -5 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA