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5th December, 1997

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-12/08/97--01094--002
****122.50 ****122.50

Re: ARTICLES OF INCORPORATION OF
INTERACTION COMMUNICATIONS, INC.

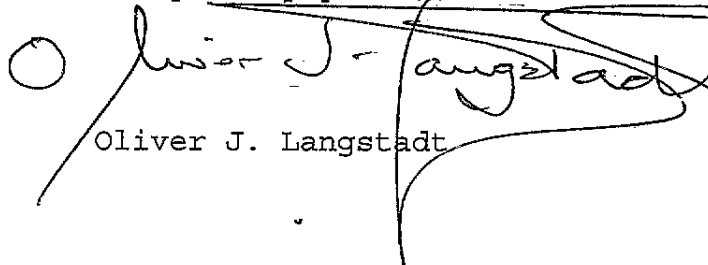
Dear Sir/Madam:

Enclosed please find the Articles of Incorporation of INTERACTION COMMUNICATIONS, INC. Please file the Articles of this corporation and return a certified copy to the undersigned reflecting when the Articles were filed with the State via Federal Express in the enclosed self-addressed federal express envelope, as time is of the essence to my client.

Also, enclosed please find my operating account check in the amount of \$122.50, which represents the requisite filing fee and certified copy fee.

Thank you for your kind cooperation in this matter, and should you have any questions, or need any further information, please don't hesitate to contact me.

Very truly yours,


Oliver J. Langstadt

OJL/br
pc: Client
enclosure

FILED
97 DEC -8 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 12/9/97

FILED

97 DEC -8 PM 12: 55

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INTERACTION COMMUNICATIONS, INC.

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is:

INTERACTION COMMUNICATIONS, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is **ONE THOUSAND (1,000) SHARES** of common stock with no (0) par value.

These Articles were prepared by:

Oliver J. Langstadt
815 Ponce De Leon Blvd.
Suite 200
Coral Gables, Florida 33134
305-461-5667

ARTICLE FIVE

The street address of the initial office of the Corporation is:

815 Ponce De Leon Blvd.
Coral Gables, Florida 33134

The name of the initial Registered Agent is:

OLIVER J. LANGSTADT

The address of the Registered Agent is:

815 Ponce De Leon Boulevard
Suite 200
Coral Gables FL 33134

ARTICLE SIX

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of each initial Director/Officer of the Corporation are as follows:

Henning R. Luther
President/Vice-President/Secretary/Treasurer
100 Lincoln Road
Apt. 1540
Miami Beach, Florida 33140

ARTICLE SEVEN

The name and address of the incorporator is as follows:

Oliver J. Langstadt
815 Ponce De Leon Blvd.
Coral Gables, Florida 33134

ARTICLE EIGHT

The Corporation reserves the right to amend or repeal any

provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

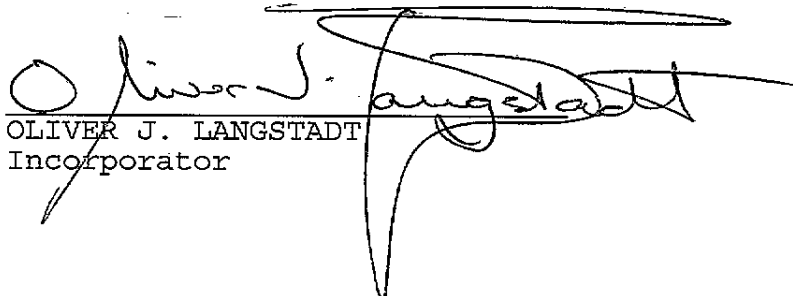
ARTICLE NINE

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the fullest extent permitted by law.

ARTICLE TEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 5 day of DECEMBER, 1997.


OLIVER J. LANGSTADT
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this
5 day of DECEMBER 1997, by OLIVER J. LANGSTADT who
personally appeared before me at the time of notarization.

NOTARY PUBLIC-STATE OF FLORIDA

Sign

Brenda Ramirez

My commission expires:

Print

Brenda Ramirez



Brenda Ramirez
My Commission CC397731
Expires August 04, 1998

Personally Known ☒ OR Produced Identification
Type of Identification Produced

FILED
97 DEC -8 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 5 day of DECEMBER, 1997.

Oliver J. Langstadt
OLIVER J. LANGSTADT
Registered Agent