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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FROM: COONEY, WARD, LESHER & DAMON, P.A.
072262000447

ACCT#:

CONTACT: STEVEN E KELLY
PHONE: (561)842-3000
(561)842-3626

FAX #:

NAME: FIBEROPTICS COMMUNICATIONS CORPORATION

AUDIT NUMBER.....H98000001733

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
OF
FIBEROPTICS COMMUNICATIONS CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: Fiberoptics Communications Corporation.

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address and principal place of business of this Corporation is: 4420 Beacon Circle, Suite 100, West Palm Beach, FL 33407.

Gerald S Leshar
Cooney, Ward, Leshar & Damon, P A.
4420 Beacon Circle, Suite 100
West Palm Beach, FL 33407
561-842-3000
561-842-3626 (facsimile)
Florida Bar No.: 284491

H98000001733 8

H98000001733 8

ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 20,000,000 shares of no par common voting stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered office in Florida is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407, and the name of its initial registered agent at that address is GERALD S. LESHER.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Name

Address

Gerald S. Leshner

4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407

DATED this 10 day of February, 1998.



GERALD S. LESHER, Incorporator
and Registered Agent

H98000001733 8

H98000001733 8

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, GERALD S LESHER, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 10 day of February, 1998.

Notary Public



Sign: Linda L. Miller

State of Florida at Large
My Commission Expires:

H98000001733 8

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

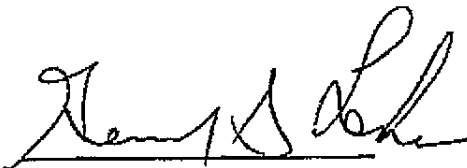
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ACKNOWLEDGMENT:

Having been named to accept service of process for Fiberoptics Communications Corporation,
at the initial registered office of the Corporation in this State designated in its Articles of
Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of
Section 607.0505 Florida Statutes.

Date: 10 day of February, 1998

By:


GERALD S. LESH

H98000001733 8