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ARTICLES OF INCORPORATION OF

PLENA COMMUNICATIONS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is PLENA COMMUNICATIONS, INC.

ARTICLE II

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

2255 Glades Road, Suite 324A Boca Raton FL 33431

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is One Thousand, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The par value for each authorized share is: \$1.00.

ARTICLE IV

The initial street address of the Corporation's registered office is:

2255 Glades Road, Suite 324A Boca Raton FL 33431

The initial registered agent for the Corporation at that address is:

LYCIO DE FARIA, JR.

ARTICLE V

The initial board of directors shall consist of two (2) members. The name and address of the persons who will serve on the initial board of directors are:

Name	Address
Lycio de Faria, Jr.	2255 Glades Road Suite 324A Boca Raton FL 33431
Adelia Herminia Monteiro de Faria	2255 Glades Road Suite 324A Boca Raton FL 33431

ARTICLE VI

The name and street address of the person signing these articles of incorporation is:

Name	Address	
Lycio de Faria, Jr.	2255 Glades Road Suit Boca Raton FL 33431	

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this __d__ day of _____, 1998.

Lycio de Faria, Jr., (Incorporato:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **PLENA COMMUNICATIONS, INC.** at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Lycio de Faria, Jr

Date: March 2 , 199

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SECRETARY OF STATE