



THE UNITED STATES
CORPORATION
COMPANY

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REFERENCE : 952308 10943A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : September 4, 1998

ORDER TIME : 11:33 AM

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CUSTOMER NO: 10943A

CUSTOMER: Mark S Feluren, Esq
WALDMAN FELUREN & TRIGOBOFF,
P.A.
One Financial Plaza, Ste 1500

Fort Lauderdale, FL 33394

DOMESTIC FILING

NAME: VENETIA TECHNOLOGIES
CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 PM 2:37

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DIVISION OF CORPORATION

9-4
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ARTICLES OF INCORPORATION
OF
VENETIA TECHNOLOGIES CORPORATION

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The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is Venetia Technologies Corporation.

SECOND: The principal office of the Corporation shall be located at 555 N.E. 15th Street, Suite 15C, Miami, Florida 33132. The mailing address of the Corporation is 555 N.E. 15th Street, Suite 15C, Miami, Florida 33132.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is 1,000, all of which are of a par value of \$0.01 each and are of the same class and are to be common shares.

FOURTH: The number of directors constituting the initial Board of Directors of the Corporation is two which may be increased by the bylaws.

The names and addresses of the parties who are to serve as members of the initial Board of Directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
David Gould	555 N.E. 15th Street Suite 15C Miami, Florida 33132
Gerald H. Gould	555 N.E. 15th Street Suite 15C Miami, Florida 33132

FIFTH: The address of the initial registered agent of the Corporation in the State of Florida is 555 N.E. 15th Street, Suite 15C, Miami, Florida 33132 and the name of the initial registered agent of the Corporation at such address is David Gould.

SIXTH: The name and address of the incorporator is:

NAME

ADDRESS

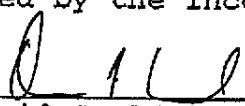
David Gould

555 N.E. 15th Street
Suite 15C
Miami, Florida 33132

SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

EIGHTH: The corporate existence of the Corporation shall commence as of the date and time upon which these Articles of Incorporation shall have been signed by the incorporator.

Signed on August 30, 1998


David Gould, Incorporator

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Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.


David Gould