

P98000092053

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Tortuga Computer Networking Solutions, Inc.
(Proposed corporate name - must include suffix)

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-10/29/98--01012--001
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 \$78.75
Filing Fee Filing Fee
 & Certificate of Status

\$78.75 \$87.50
Filing Fee Filing Fee,
 & Certified Copy Certified Copy
 & Certificate of & Certificate of
 Status Status
ADDITIONAL COPY REQUIRED

FROM: F.G.J. Ruiz-Alaniz
Name (Printed or typed)

8540 SW 35 Terrace
Address

Miami, FL 33155-3243
City, State & Zip

(305) 553-2588
Daytime Telephone number

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SECURITY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

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10-29-98
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ARTICLES of INCORPORATION
of
TORTUGA COMPUTER NETWORKING SOLUTIONS, INC.

ARTICLE I - NAME

The name of this corporation is TORTUGA COMPUTER NETWORKING SOLUTIONS, INC.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual, commencing with the date and time of the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III - PURPOSE

The purposes for which this corporation is organized include the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of class "A" stock of no par value & one thousand (1,000) shares of class "B" stock of no par value

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

ARTICLE VI - INITIAL PRINCIPAL AND REGISTERED OFFICES

(a) Principal Office. The initial principal office of the corporation is 8540 S.W. 35th Terrace, Miami, Florida 33155-3243

(b) Registered Office. The street address of the initial registered office of the corporation is 6841 Sunset Drive, South Miami, FL 33143 and the name of the initial registered agent at that address is Constantine P. Lantz.

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

The corporation shall have one (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director or officer, as noted opposite his name, is:

1. F.G.J. Ruiz-Alaniz, President
2. Fernando Rochaix, Vice-President

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3. Reynaldo Rementeria, Treasurer
4. Perry C. Lantz, Secretary

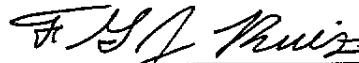
ARTICLE VIII BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE IX POWERS

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, or any successor thereto.

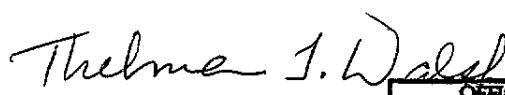
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19th day of July, 1998.

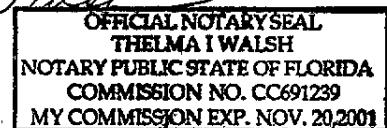

F.G.J. Ruiz-Alaniz, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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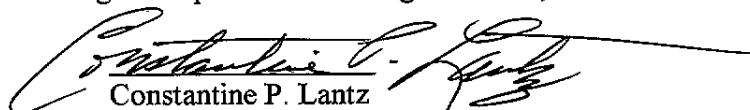
SWORN TO AND SUBSCRIBED before me, the undersigned authority, this 19th day of July, 1998 by F.G.J. Ruiz-Alaniz.


NOTARY PUBLIC



ACCEPTANCE BY REGISTERED AGENT

I herewith accept the appointment as registered agent, at the office, as indicated in Article VI of the Articles of Incorporation of Tortuga Computer Networking Solutions, Inc..


Constantine P. Lantz