

ASHLEY R. POLLOW, P.A.
ATTORNEYS AND COUNSELLORS AT LAW
ONE EXECUTIVE COURT
2295 CORPORATE BLVD. N.W. SUITE 145
BOCA RATON, FL 33431-7330

P 980000095514
October 26, 1998

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****122.50 *****78.75

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation
CALEX CORPORATION

Dear Sir or Madam:

Enclosed please find the original and one copy
CORPORATION's Articles of Incorporation and a check for
representing payment for the following:

Filing Fee 35.00
Certified Copy Fee 52.50
Registered Agent Fee 35.00

Please file the original Articles of Incorporation and con-
copy. The conformed copy can be sent to the undersigned.
Thank you.

Very truly yours,
Ashley R. POLLOW, P.A.

By: Ashley R. Pollow, Esquire
For the Firm

Enclosures

cc: CALEX CORPORATION
(W/o encl.)

FILED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
NOV 12 AM 8:11

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 3, 1998

ASHLEY R. POLLOW, P.A.
2295 CORPORATE BLVD., N.W., S-145
ONE EXECUTIVE COURT
BOCA RATON, FL 33431

SUBJECT: CALEX CORPORATION
Ref. Number: W98000024850

We have received your document for CALEX CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 298A00053536

ARTICLES OF INCORPORATION

OF

VERSAM CORPORATION

THE UNDERSIGNED, Donna K. Wiener executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND MAILING ADDRESS

a. The name of this corporation shall be: VERSAM CORPORATION

b. The mailing address of this corporation shall be at:

2295 Corporate Blvd., #145
Boca Raton, FL 33431

c. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal office to any other address or place in Florida. Said corporation shall have the power to conduct its business outside the State of Florida, or in any and all several States and Territories of the United States, including the District of Columbia, and any and all foreign countries and may have one or more offices in any of said places.

ARTICLE II - EXISTENCE

This corporation shall commence existence upon:

The filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation and its objects and powers shall be as follows:

To transact any and all lawful business under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

a. The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1,000,000 shares, having an individual par value of \$.01 per share.

b. The capital stock may be paid for in property, labor, services or cash.

c. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than \$1,000.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

Registered Office: 2295 Corporate Blvd., #145
Boca Raton, FL 33431

Registered Agent: Donna K. Wiener

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of member or members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. The names and address of the directors constituting the initial Board of Directors is/are:

NAME: Donna K. Wiener

ADDRESS: 2295 Corporate Blvd., #145
Boca Raton, FL 33431

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

NAME: Donna K. Wiener
ADDRESS: 2295 Corporate Blvd., #145
Boca Raton, FL 33431

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent of the law now or hereafter permitted.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this th day of October, 1998

Donna K. Wiener
Donna K. Wiener, Incorporator

STATE OF FLORIDA)

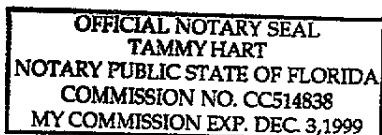
COUNTY OF Broward) SS:

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Donna K. Wiener, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation; and

THE FOREGOING INSTRUMENT was acknowledged before me this th day of October, 27, 1998 by Donna K. Wiener who is personally known to me or who has produced D/L W560-171-47-920-0 as identification and who did take an oath.

Tammy Hart
Notary Public
NAME:
ADDRESS

Commission No.:
My commission expires:



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

In pursuance of Chapter 607.34, Florida Statutes, the
following is submitted, in compliance with said Act:

First, that **VERSAM** CORPORATION, desiring to organize under the
laws of the State of Florida, with its principal office, as
indicated in the Articles of Incorporation at City of Pompano
Beach, Broward County, State of Florida, has named Donna K.
Wiener, located at 2295 Corporate Blvd., #145, Boca Raton, Florida
33431 as its agent to accept service of process within this
state.

ACKNOWLEDGEMENT:

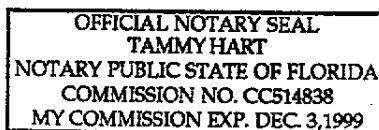
Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
hereby accept to act in this capacity, and agree to comply with
the provisions of said Act relative to keeping open said office.

Donna K. Wiener
Donna K. Wiener, Registered Agent

THE FOREGOING INSTRUMENT was acknowledged before me this th
day of October 27, 1998, by Donna K. Wiener who is personally
known to me or who has produced D/L W560-171-47-920-0 as
identification and who did take an oath.

Tammy Hart
Notary Public
NAME:
ADDRESS

Commission No.:
My commission expires:



DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 NOV 12 AM 8:12

FILED