

TRANSMITTAL LETTER

P99000006889

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

000002746010--4
-01/19/99--01076--013
*****87.50 *****87.50

SUBJECT: Canaan Networks, Inc
(Proposed corporate name - must include suffix)

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

☐ \$70.00
Filing Fee

~~\$78.75~~ ^{Due}
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Daniel Walter Colclasure
Name (Printed or typed)

11591 N.W. 2nd Street, #109
Address

Miami, Florida 33172
City, State & Zip

(305) 225 2680
Daytime Telephone number

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JAN 19 AM 11:02

FILED

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

ajc 1/18/99

ARTICLES OF INCORPORATION
OF
CANAAAN NETWORKS, INC.

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLE I

THE NAME OF THE CORPORATION IS CANAAAN NETWORKS, INC.
(HEREINAFTER CALLED THE "CORPORATION")

ARTICLE II

THE ADDRESS OF THE PRINCIPAL OFFICE AND THE MAILING ADDRESS OF THE
CORPORATION IS 11591 N. W. 2ND STREET, #109, MIAMI, FLORIDA 33172

ARTICLE III

THIS CORPORATION SHALL HAVE AUTHORITY TO ISSUE TEN THOUSAND (10,000)
SHARES OF COMMON STOCK HAVING A PAR VALUE OF \$1.00 PER SHARE

ARTICLE IV

THE CORPORATION SHALL HOLD A SPECIAL MEETING OF SHAREHOLDERS ONLY:

- (1) ON CALL OF THE BOARD OF DIRECTORS OR PERSONS AUTHORIZED TO
DO SO BY THE CORPORATIONS BYLAWS; OR
- (2) IF THE HOLDERS OF NOT LESS THAN 50 PERCENT OF THE PERSONS
ENTITLED TO VOTE ON ANY ISSUE PROPOSED TO BE CONSIDERED AT
THE PROPOSED MEETING SIGN, DATE, AND DELIVER TO THE
CORPORATION'S SECRETARY ONE OR MORE WRITTEN DEMANDS FOR
THE MEETING DESCRIBING THE PURPOSE OR PURPOSES FOR WHICH IT
IS TO BE HELD.

ARTICLE V

THE STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE IS
11591 N. W. 2ND STREET, #109, CITY OF MIAMI, COUNTY OF MIAMI-DADE, STATE OF
FLORIDA 33172, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH
OFFICE IS HARLIN D. GUTIERREZ.

ARTICLE VI

THE BOARD OF DIRECTORS OF THE CORPORATION SHALL CONSIST OF AT LEAST
ONE DIRECTOR, WITH THE EXACT NUMBER TO BE FIXED FROM TIME TO TIME IN
THE MANNER PROVIDED IN THE CORPORATION'S BYLAWS. THE NUMBER OF
DIRECTORS CONSISTITUTING THE INITIAL BOARD OF DIRECTORS IS TWO, AND THE
NAME(S) AND ADDRESS OF THE MEMBER(S) OF THE INITIAL BOARD OF
DIRECTORS, WHO WILL SERVE AS THE CORPORATION'S DIRECTOR UNTIL
SUCCESSORS ARE DULY ELECTED AND QUALIFIED ARE:

DANIEL WALTER COLCLASURE - PRESIDENT & CEO
11591 N. W. 2ND STREET, #109
MIAMI, FLORIDA 33172

HARLIN D. GUTIERREZ – VICE PRESIDENT & CFO
11591 N. W. 2ND STREET, #109
MIAMI, FLORIDA 33172

ARTICLE VII

THE NAME OF THE INCORPORATOR IS DANIEL WALTER COLCLASURE AND THE ADDRESS OF THE INCORPORATOR IS 11591 N. W. 2ND STREET, #109, MIAMI, FLORIDA 33172

ARTICLE VIII

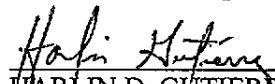
THIS CORPORATION SHALL INDEMNIFY AND SHALL ADVANCE EXPENSE ON BEHALF OF ITS OFFICERS AND DIRECTORS TO THE FULLEST EXTENT NOT PROHIBITED BY LAW IN EXISTENCE EITHER NOW OR HEREAFTER.

IN WITNESS WHEREOF, THE UNDERSIGNED, BEING THE INCORPORATOR NAMED ABOVE, FOR THE PURPOSE OF FORMING A CORPORATION PURSUANT TO THE FLORIDA BUSINESS CORPORATION ACT OF THE STATE OF FLORIDA HAS SIGNED THESE ARTICLES OF INCORPORATION THIS 11TH DAY OF JANUARY, 1999.


DANIEL W. COLCLASURE – INCORPORATOR

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED THE REGISTERED AGENT OF CANAAN NETWORKS, INC., HEREBY ACCEPTS SUCH DESIGNATION AND IS FAMILIAR WITH, AND ACCEPTS, THE OBLIGATIONS OF SUCH POSITION, AS PROVIDED IN FLORIDA STATUTES 607.0505.


HARLIN D. GUTIERREZ – REGISTERED AGENT

DATED: JANUARY 11TH, 1999

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE**

PRUSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the Corporation is Canaan Networks, Inc.

2. The name and address of the Registered Agent and Office is:

Haelin D. Gutierrez
(Name)

11591 N.W. 2nd Street, # 109
(P. O. Box or Mail Drop Box NOT Acceptable)

Miami / Florida / 33172
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper can complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Haelin D. Gutierrez
(Signature)

1/11/99
(Date)

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TALLAHASSEE, FLORIDA

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