

P99000027570



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 182390 4303929

AUTHORIZATION : *Patricia Pigot*

COST LIMIT : \$ 78.75

ORDER DATE : March 25, 1999

ORDER TIME : 9:36 AM

ORDER NO. : 182390-005

CUSTOMER NO: 4303929

000002818010--7

CUSTOMER: Ms. Stephanie C. Johnson
GREENBERG TRAUIG
GREENBERG TRAUIG
1221 Brickell Avenue
20th Floor
Miami, FL 33131

DOMESTIC FILING

NAME: KEUVO.COM, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 25 PM 1:47

RECEIVED
99 MAR 25 AM 10:
DIVISION OF CORPORATIONS
3/25/99

ARTICLES OF INCORPORATION

OF

KEUVO.COM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 25 PM 1:47

ARTICLE I

The name of the corporation is KEUVO.COM, INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o International Satellite Communications, Inc., 2977 MacFarlane Road, Coconut Grove, Florida 33133.

ARTICLE III

This Corporation shall have authority to issue Five Million (5,000,000) shares of Common Stock having a par value of \$0.01 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 Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special 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 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is Corporation Service Company.

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 constituting the initial Board of Directors is three (3), and the names of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

Julian Uribe
c/o International Satellite Communications, Inc.
2977 MacFarlane Road
Coconut Grove, Florida 33133

Omar Botero Canal
c/o International Satellite Communications, Inc.
2977 MacFarlane Road
Coconut Grove, Florida 33133

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Jose Ricardo Rodrigo Fuentes
c/o International Satellite Communications, Inc.
2977 MacFarlane Road
Coconut Grove, Florida 33133

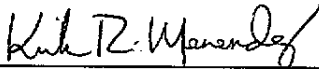
ARTICLE VII

The name of the Incorporator is Kirk Reagan Menendez and the address of the Incorporator is 1221 Brickell Avenue, 21st Floor, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses 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 24th day of March, 1999.


Kirk Reagan Menendez, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of KEUVO.COM, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY


Agent for the Registered Agent

Karen B. Rozar, Asst. Sec.
Corporation Service Company

Dated: March 25, 1999