

**Malloy &
Malloy, P.A.**

"Since 1959"
Registered Patent Attorneys
Members of the Florida Bar
Trial and Appellate Counsel

Miami Office
2800 S.W. Third Avenue
Miami, Florida 33129
Telephone (305) 858-8000
Facsimile (305) 858-0008

Ft. Lauderdale Office
2101 West Commercial Blvd.
Reply to: Miami Office
Broward (954) 525-9611
FLORIDA (800) 337-7239

Patent, Trademark & Copyright Law

May 12, 1999

FILED
99 MAY 14 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

Attn: New Filings

Re: Articles of Incorporation for -
SATELLITE DATA CORPORATION
Our Ref.: 7.754-A.99

400002876004--5
-05/14/99--01100--010
*****78.75 *****78.75

Dear Sir:

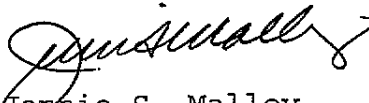
Enclosed are an original and a duplicate copy of the Articles of Incorporation of this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it.

A check is also enclosed in the amount of \$78.75 to cover the filing fee and the certified copy fee.

Kindest regards.

Very truly yours,


Jennie S. Malloy
For the Firm

JSM/nc
Enclosures
nc51\b:7754a.sec

Handwritten initials and date:
CB
5-18-99
u

ARTICLES OF INCORPORATION
OF
SATELLITE DATA CORPORATION

The undersigned, being of legal age, hereby forms the following corporation under the laws of the State of Florida, authorizing the formation of corporations.

ARTICLE I

CORPORATE NAME

The name of the corporation and its initial principal place of business shall be:

SATELLITE DATA CORPORATION

6770 S.W. 105 Avenue

Miami, Florida 33173

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation and its objects and powers shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of Five Hundred (500) shares of one class of common stock having a par value of One (\$1.00) U.S. Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

FILED
99 MAY 14 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this Corporation and the street address of the initial registered office in Florida is:

Jennie S. Malloy, Esq.
2800 S.W. Third Avenue
Historic Coral Way
Miami, Florida 33129

ARTICLE VII

DIRECTORS AND OFFICERS

A. The business of this Corporation shall be conducted and managed by its Board of Directors, and such Board of Directors shall consist of not less than one (1) and not more than seven (7) members. A majority of the first Board of Directors named below shall have the power to approve and adopt the By-Laws of this Corporation.

B. The qualifications, time and place of election and term of office of each director shall be as provided for in the By-Laws of

the Corporation.

C. A Director may be removed at any annual or special meeting of Stockholders only upon there being present a sufficient number of Stockholders to constitute the ownership of a majority of the stock of the Corporation.

ARTICLE VIII

INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors, who, unless otherwise provided by the By-Laws of the Corporation, shall hold office and manage the corporation for the first year of existence of the Corporation, or until their successors are elected or appointed and have qualified, are as follows:

Steven E. Comstock
6770 S.W. 105 Avenue
Miami, Florida 33173

ARTICLE IX

INCORPORATOR

The name and street address of the Incorporator executing these Articles of Incorporation is as follows:

Steven E. Comstock
6770 S.W. 105 Avenue
Miami, Florida 33173

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any Director or Officer to the fullest extent permitted by law, except as to suits brought by any such Officer or Director against the Corporation.

ARTICLE XI

DIRECTOR'S LIABILITY

No Director shall be held liable or responsible for action taken by the Board of Directors acting under the provisions or in the manner authorized by these Articles of Incorporation or the By-Laws of the Corporation.

ARTICLE XII

AMENDMENTS

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

The undersigned, being the original subscriber(s) and incorporator(s) of the foregoing corporation, has/have executed these Articles of Incorporation on this 6th day of May, 1999.

Steve Comstock
STEVEN E. COMSTOCK

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgements in the State and County aforesaid, personally appeared STEVEN E. COMSTOCK, who is personally known to me ____ OR who produced FLORIDA DRIVER LICENSE as identification, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid on this 6th day of May, 1999.

Adriana Gutierrez
NOTARY PUBLIC

My Commission Expires:



ADRIANA GUTIERREZ
My Commission CC 467130
Expires May-24, 1999
Bonded by ANB
800-852-5878

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT SATELLITE DATA CORPORATION, desiring to organize
or qualify under the laws of the State of Florida, with its
principal place of business within Miami-Dade County, State of
Florida, has named Jennie S. Malloy, located at 2800 S.W. Third
Avenue, Historic Coral Way, Miami, Florida 33129, as its agent to
accept service of process within Florida.

SIGNATURE: Steven E. Comstock
(Corporate Director/Officer)

Title: Steven E. Comstock, Director
and President

Date: May 6, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE
OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION
607.0505, FLORIDA STATUTES.

SIGNATURE: Jennie S. Malloy
(Registered Agent)

Date: May 6, 1999

FILED
99 MAY 14 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA