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CORPORATION(S) NAME

Multicom Technologies, Inc.



Empire Toll Free: 1-800-432-3028

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ARTICLES OF INCORPORATION
OF
MultiCom Technologies, Inc.

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The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be MultiCom Technologies, Inc..

ARTICLE II

The Corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of share that the Corporation shall have authority to issue and to have outstanding at any time is 1,000,000 shares. All shares shall be of a single class, designated as common, with no par value.

ARTICLE IV

Each holder of common shares shall have one vote for each share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these Articles of Incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the Corporation upon its dissolution. At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

ARTICLE V

The Corporation elects to have preemptive rights.

ARTICLE VI

The Corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the Corporation), by reason of the fact that the person is or was a director or officer, of the Corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, or as an officer or as a fiduciary of an employee benefit plan of another corporation, partnership, joint venture, trust or other enterprise. In addition, the Corporation shall pay for or reimburse any expenses incurred by such person who are parties to such proceedings, in advance of final disposition of such proceedings, to the fullest extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition section of the Florida Business Corporation Act (Secs. 607.0901 through 607.0903) shall not be applicable to this Corporation.

ARTICLE VIII

The bylaws of this Corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the Corporation shall be fixed by the bylaws of the Corporation. The initial board of directors shall consist of one director whose name and address are as follows:

Ernesto Liebster
1515 SE 17th Street #119
Ft. Lauderdale, Florida 33316

ARTICLE X

The initial registered agent of the Corporation is Brian E. Ingalls, Esquire. The street address of the Corporation's initial registered office is 2480 SE 8th Court, Pompano Beach, Florida 33062.

ARTICLE XI

The principal place of business and mailing address shall be: 1515 SE 17th Street, Ft. Lauderdale, Florida 33316.

ARTICLE XII

The name and address of the incorporator of these Articles of Incorporation is Ernesto Liebster, 1515 SE 17th Street, Ft. Lauderdale, Florida 33316.

The undersigned incorporator has executed these Articles of Incorporation this 6th day of August, 1999.



Ernesto Liebster, Incorporator

CONSENT TO SERVE AS REGISTERED AGENT
OF
MultiCom Technologies Inc

Having been named in the State of Florida as the Registered Agent and to accept service of process for the Corporation. I hereby accept the appointment as the Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated August 6, 1999


Brian E. Ingalls, Esquire
Registered Agent

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