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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW & BUSINESS CENTER
STIRLING PLAZA
6700 1/2 STIRLING RD.
HOLLYWOOD, FL 33024
(954) 894-8904

October 25, 1999

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

600003030096--0
-11/01/99-01034-011
*****78.75 *****78.75

Re: Galileo's Internetworks, Corp.

Dear Sirs:

Enclosed please find two original Articles of Incorporation and two original Certificates of designation of Registered Agent.

Kindly file and forward a filed copy to Law & Business Center, 6700 1/2 Stirling Rd., Hollywood, FL 33024.

I am enclosing a money order in the amount of \$78.75 to cover your fee.

Truly yours,


Jose F. Carreto

Enclosures
JFC/mr

F. CHAMBER NOV 3 1999

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s), for the purpose of forming of a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the Corporation shall be:

GALILEO'S INTERNETWORKS, CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10471 NW 24TH STREET
SUNRISE, FL 33322

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares no par value

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ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

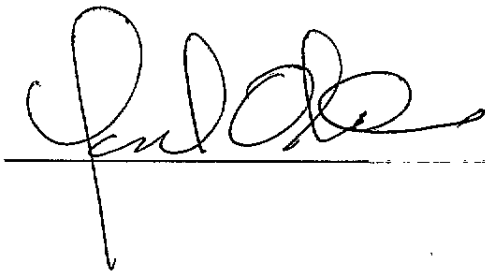
YESID OCHOA
10471 NW 24TH STREET
SUNRISE, FL 33322

ARTICLE V INCORPORATORS

The name and address (es) of the incorporator(s) to these Articles of Incorporation are:

YESID OCHOA
10471 NW 24TH STREET
SUNRISE ,FL 33322

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 25TH day of OCTOBER, 1999.



A handwritten signature in dark ink, appearing to read 'Yesid Ochoa', is written over a horizontal line. The signature is stylized with large, flowing loops.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

PURSUANT 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.

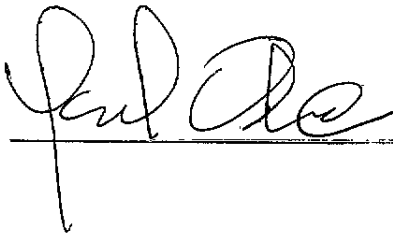
The name of the Corporation is:

GALILEO'S INTERNETWORKS, CORP.

The name and address of the registered agent and office is:

10471 NW 24TH STREET
SUNRISE, FL 33322

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 and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Date: 10/25/99

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