

Robert A. Stokes, P.A.

RAS

Attorneys At Law

November 15, 1999

Federal Express

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

799000100880

Re: Multinet Connections, Inc.

800003046818--7
-11/17/99--01004--006
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed herewith please find an original and one set of the Articles of Incorporation for Multinet Connections, Inc. Due to a bookkeeping error, our check for the filing fee of \$78.75 was inadvertently mailed to your office on November 11, 1999 without any cover letter or other indication of the purpose for such payment. I have enclosed a copy of our check in order to assist you in tracking our payment of the filing fees. We would appreciate your filing the enclosed Articles of Incorporation and returning a copy of the Articles to the undersigned at your earliest convenience.

Should you have any questions or require any further information to locate our payment or process this request, please do not hesitate to contact the undersigned.

Very truly yours,

Lawrence Franco
LAWRENCE FRANCO, ESQ.
For the Firm

LF/mm
Encl.

Mary Martin GAVE
AUTHORIZATION BY PHONE TO
CORRECT ART. III
DATE 11/17
DOC. EXAM. KR

FILED
99 NOV 17 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W99-26260

K. Rolfe NOV 17 1999

**ARTICLES OF INCORPORATION OF
MULTINET CONNECTION, INC.**

FILED
99 NOV 17 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Ariel Paul Meltzer, the undersigned incorporator of this corporation, do hereby form this corporation and adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation is **MULTINET CONNECTION, INC.**

ARTICLE II

PURPOSE AND NATURE OF BUSINESS

The purpose of this corporation and general nature of the business to be conducted is to do any business, activity, or endeavor which is lawful in the State of Florida.

ARTICLE III

DURATION OF CORPORATION

This corporation is to have perpetual existence.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of \$1.00 par value stock.

ARTICLE V

INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than One Hundred (\$100.00) and 00/100 Dollars.

ARTICLE VI

SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation and the number of shares each has elected to take are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Ariel Paul Meltzer	122 Golden Beach Drive Golden Beach, Florida 33160	100

ARTICLE VII

DIRECTORS

The initial number of directors of this corporation shall be three (3). The number of directors may either be increased or decreased from time to time by vote of the stockholders in conformity with the By-Laws of the corporation, but shall never be less than one (1).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and address of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors

are elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Oded Meltzer , President	122 Golden Beach Drive Golden Beach, FL 33160
Ariel Paul Meltzer, Executive Vice President	122 Golden Beach Drive Golden Beach, FL 33160
Alice Meltzer , Secretary and Treasurer	122 Golden Beach Drive Golden Beach, FL 33160

ARTICLE IX

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE X

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 rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 122 Golden Beach Drive, Golden Beach, FL 33160 and the name of the initial Registered Agent of this corporation is

Robert A. Stok, Esquire whose address is 2875 Northeast 191st Street, Suite 304, Aventura, Florida 33180.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII

ADDITIONAL RIGHTS AND POWERS

The corporation shall have the further right and power to:

A. From time to time determine whether and to what extent and at what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or Board of Directors.

B. The corporation may, in its By-Laws, confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

C. The stockholders and directors shall have power, if the By-Laws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes of the State of

**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 Ariel Paul Meltzer desire to organize or qualify under the laws of the State of Florida with its principal place of business in the State of Florida, have named, as its agent Robert A. Stok, Esquire whose address is 2875 Northeast 191 Street, Suite 304, Aventura, Florida 33180 to accept service of process within Florida.

Signature: 
ARIEL PAUL MELTZER

DATED this 10 day of October, 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 and complete performance of my duties.

Signature: 
ROBERT A. STOK, ESQ., Registered Agent

DATED this 6 day of October, 1999.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 17 PM 2:56

FILED

Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

D. The corporation reserves the right to amend, alter, change or appeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

DATED this 10 day of October, 1999.

Ariel Paul Meltzer
ARIEL PAUL MELTZER
122 Golden Beach Drive
Golden Beach, Florida 33160
Telephone: (305) 558-3092

STATE OF FLORIDA)
) SS
COUNTY OF ALACHUA)

The foregoing instrument was acknowledged before me this 10th day of October, 1999, by Ariel Paul Meltzer, who personally appeared before me at the time of notarization, and who are personally known to me or ~~produced identification in the form of~~ _____ and who did take an oath.

NOTARY PUBLIC:

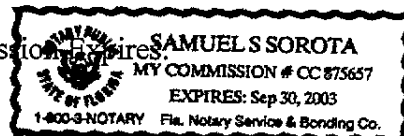
sign
name:

print SAMUEL S. SOROTA

State of Florida at Large

(Seal)

My Commission Expires



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 17 PM 2:56

FILED