



THE UNITED STATES
CORPORATION
COMPANY

F99000004261

ACCOUNT NO. : 072100000032

REFERENCE : 260364 7162808

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyjute

ORDER DATE : June 2, 1999

ORDER TIME : 1:09 PM

ORDER NO. : 260364-005

CUSTOMER NO: 7162808

9000002916019--0

CUSTOMER: Mr. David Halpern
Mr. David Halpern
Suite 203
2499 Glades Road
Boca Raton, FL 33431

FOREIGN FILINGS

W99-14904

NAME: NEXT COMMUNICATION, INC.

XXXX QUALIFICATION (TYPE: CC)

(9)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Mimi Stephens

B/K

8/18/99

OFFICE OF THE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED STATE
SECRETARY OF CORPORATIONS
99 JUN 25 PM 5:10 RECEIVED
99 JUN 25 PM 1:39



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 25, 1999

CSC

SUBJECT: NEXT COMMUNICATION, INC.
Ref. Number: W99000014904

We have received your document for NEXT COMMUNICATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

THE ENCLOSED RESOLUTION DOSE NOT STATE THE NAME THE CORPORATION IS ADOPTING.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 999A00033952

RESUBMIT

Please give original
submission date as file date.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUN 28 AM 9:50

RECEIVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 25 PM 5:10



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 28, 1999

CSC

SUBJECT: NEXT COMMUNICATION, INC.
Ref. Number: W99000014904

RESUBMIT
Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 25 PM 5:10

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 699A00034114

RECEIVED
99 JUN 29 AM 10:38
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 29, 1999

CSC

SUBJECT: NEXT COMMUNICATION, INC.
Ref. Number: W99000014904

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The document is illegible and not acceptable for imaging.

Section 607.0120(4), 617.01201, or 608.4081, Florida Statutes, requires all corporate documents to be typewritten or printed.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 999A00034267

RESUBMIT

Please give original
submission date as file date

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
99 JUN 17 PM 3:07



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 17, 1999

CSC NETWORKS

TALLAHASSEE, FL

SUBJECT: NEXT COMMUNICATION, INC.
Ref. Number: W99000014904

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 25 PM 5:10

We have received your document for NEXT COMMUNICATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

I am sorry to have to return this document again. I promise this will be the LAST THING.

Since June, various versions have this filing have gone back and forth between this office and CSC. The most recent TYPED VERSION, which I am returning is the best. But we need to have CSC please SIGN THE R.A. ACCEPTANCE in Item 10.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 899A00041476

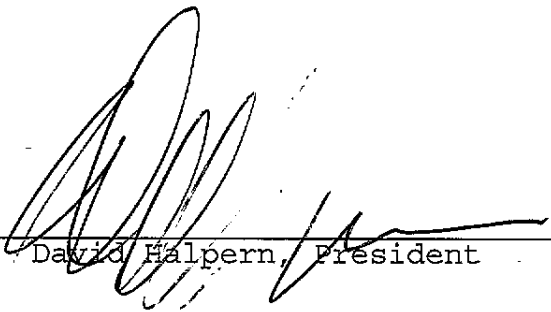
RESOLUTION OF BOARD OF DIRECTORS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 25 PM 5:10

I, the undersigned David Halpern, do hereby
certify that this Resolution of the Board of Directors of
NEXT COMMUNICATIONS, ~~INCORPORATED~~
a corporation duly organized and existing under the laws of
the State of Delaware, was duly adopted
on July 31, 1999.

Resolved, that NEXT COMMUNICATIONS, ~~INCORPORATED~~, organized and
existing in the State of Delaware, hereby adopts the name
NEXT TELECOMMUNICATION, INC., for use in Florida.

Dated: August 16, 1999



David Halpern, President

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

FILED STATE
SECRETARY OF CORPORATIONS
99 JUN 25 PM 5:10

1. NEXT COMMUNICATION, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELEWARE

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. 2/13/93

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 12550 BISCAYNE BOULEVARD, SUITE 704

MIAMI, FLORIDA 33181

(Current mailing address)

TELECOMMUNICATIONS

8. _____

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 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.

Corporation Service Company

By: Amanda R. DeWitt

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: DAVID HALPERN

Address: 4164 INVERRARY DRIVE / 207
LAUDERHILL, FLORIDA 33319

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 25 PM 5:10

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: DAVID HALPERN

Address: 4164 INVERRARY DRIVE / 207
LAUDERHILL, FLORIDA 33319

Vice President: ARIK MEIMOUN

Address: 12550 BISCAYNE BOULEVARD, SUITE 704
NORTH MIAMI, FLORIDA 33181

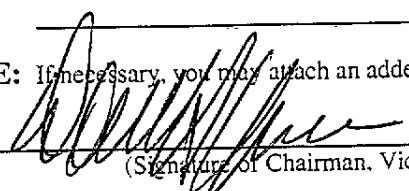
Secretary: SYLWIN GRIAMAN

Address: 225 Golden Beach Drive
GOLDEN BEACH, FLORIDA 33160

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DAVID HALPERN, PRESIDENT
(Typed or printed name and capacity of person signing application)

State of Delaware

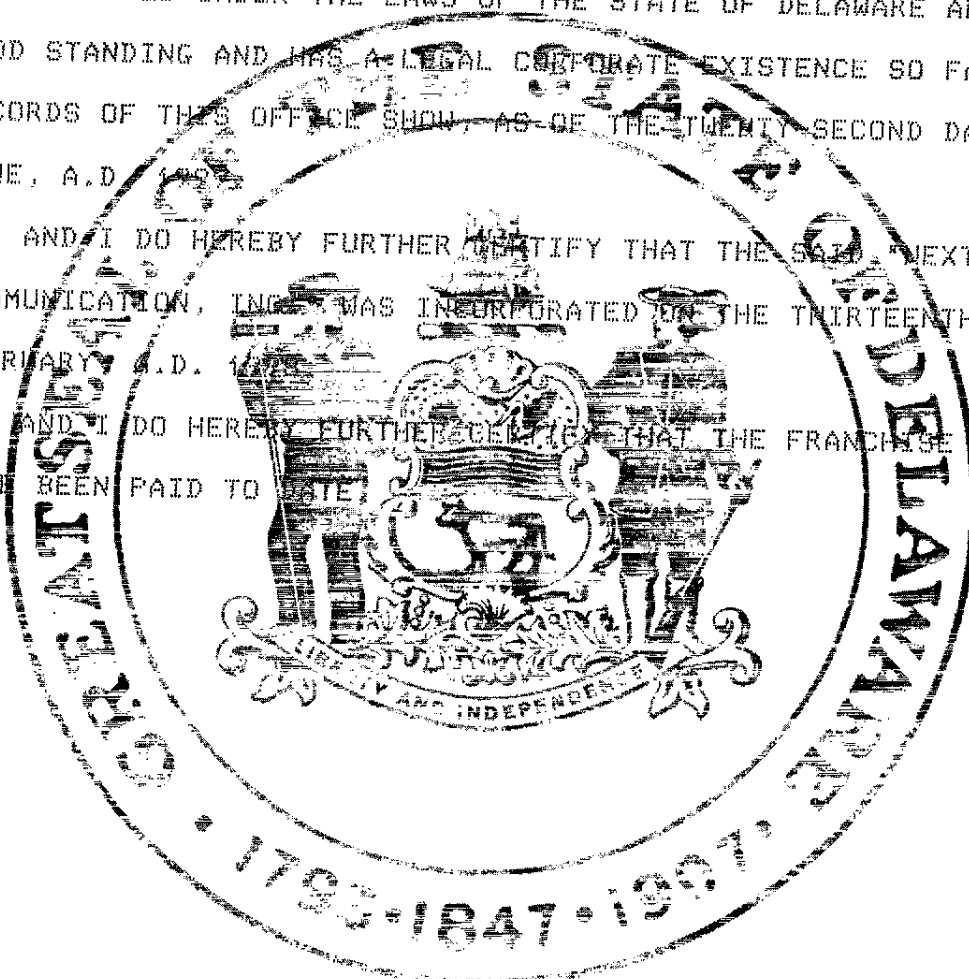
PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEXT COMMUNICATION, INC." IS INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY SECOND DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEXT COMMUNICATION, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF FEBRUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 25 PM 5:10



Edward J. Freel

Edward J. Freel, Secretary of State

2258473 6300

991251621

AUTHENTICATION:

9819840

DATE:

06-22-99