

**Electronic Articles of Incorporation
For**

P03000095246
FILED
August 29, 2003
Sec. Of State

TELEPHONE USA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TELEPHONE USA, INC.

Article II

The principal place of business address:

2300 PALM BEACH LAKES BLVD
SUITE 210
WEST PALM BEACH, FL. 33409

The mailing address of the corporation is:

2300 PALM BEACH LAKES BLVD
SUITE 210
WEST PALM BEACH, FL. 33409

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

ADRIANA SOLAR
2300 PALM BEACH LAKES BLVD
SUITE 210
WEST PALM BEACH, FL. 33409

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ADRIANA SOLAR

Article VI

The name and address of the incorporator is:

ADRIANA SOLAR
2300 PALM BEACH LAKES BLVD
SUITE 210
WEST PALM BEACH, FL 33409

Incorporator Signature: ADRIANA SOLAR

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ADRIANA SOLAR
2300 PALM BEACH LAKES BLVD SUITE 210
WEST PALM BEACH, FL. 33409

Title: V
ABBY MATARI
2300 PALM BEACH LAKES BLVD SUITE 210
WEST PALM BEACH, FL. 33409

Article VIII

The effective date for this corporation shall be:

08/30/2003