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Examiner's Initials 94/0/96

DMG TELCOM, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be DMG Telcom, Inc.

ARTICLE II PRINCIPAL OFFICE

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

1801 Lee Road, Suite 115 Winter Park, Florida 32789

ARTICLE III NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock with no par value.

ARTICLE V TERMS OF EXISTENCE

This corporation shall exist perpetually,

ARTICLE VI PREEMPTIVE RIGHTS

On the issuance of any new stock this corporation, each shareholder holding stock of the same kind, class or series being issued shall have the right to acquire his pro-rata share thereof at the price and on the terms at which it is offered to others.

ARTICLE VII OFFICERS AND DIRECTORS

The corporation initially shall have two directors and two officers. The names and street addresses of the initial directors and the initial officers who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

President and

Director

William M. Blackmer

1801 Lee Road, Suite 115 Winter Park, Florida 32789

Secretary and Director

Lyle S. Rinke r

1801 Lee Road, Suite 115 Winter Park, Florida 32789

ARTICLE VIII INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation is:

William M. Blackmer 1801 Lee Road Suite 115 Winter Park, Florida 32789

IN WITNESS WHEREOF, the undersigned has hereto set his hand and sworn this $\frac{\sqrt{2}B}{2}$ day of April, 1996.

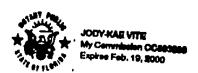
William M. Blackmer, Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the County and State aforesaid to take acknowledge, personally appeared WILLIAM M. BLACKMER, who is

as the person described in and who executed the foregoing Articles of Incorporation of DMG Telcom, Inc., and he acknowledged before me that he executed the same for the uses and purposes therein expressed.

Done this Lyh day of April, 1996.



(Notary) Public Signature)

(Notary Public Printed Name)

Notary Public
My Commission Expires: FB 19, 2000

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DMG TELCOM, INC.

ACCEPTANCE OF REGISTERED AGENT DESIGNATION
IN ARTICLES OF INCORPORATION

WILLIAM M. BLACKMER, having a business address identical with the register office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

William M. Blackmer 1801 LEE ROAD - SUITE 115 WINTER PARK, FLORIDA 32789

P96000031376

537 Brookwood Lane Maitland, FL 32751 22 July, 1997

Division of Corporation PO Box 6327 Tallahassee, Florida 32314

This is to notify you that I resigned on April 26, 1997 as Secretary and from the Board of Directors of the following corporations:

Digital Management Group, Inc. DMG Global Link, Inc. DMG Telecom, Inc.



A copy of my resignation, a notarized copy of reaffirmation of my resignation with return receipt signed by William M. Blackmer, President of the above corporations, is enclosed.

Please remove my name as Secretary of the above corporations, effective as of April 26, 1997. I would appreciate an acknowledgment.

Thank you for your cooperation.

Lyle S. Rinker

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 29, 1997

LYLE S. RINKER 537 BROOKWOOD LANE MAITLAND, FL 32751

SUBJECT: DMG TELCOM, INC. Ref. Number: P96000031376

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

To file a resignation as an officer or director with this office, the enclosed form should be completed and returned with a filing fee of \$35 per person resigning.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 897A00038127

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION	
97 AUS 11 PI	
1, Lyle S. Rinker hereby resign as Secretary Direct	۰ <i>۵</i> ۲
of DMG TELCOM INC. Ref # P96000031376.	
a corporation organized under the laws of the State of Furica	
and affirm that the corporation has been notified in writing of the resignation.	
(Signature of resigning officer/director)	

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314