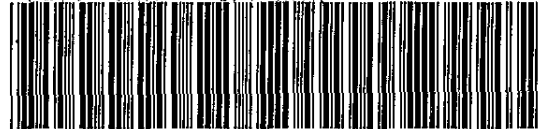


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SECRETARY OF STATE
GEORGIA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TRANSMITTAL LETTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Worldnet Group Telecom Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Angela Janssen

(Name of Person)

Lance J.M. Steinhart, P.C.

(Firm/Company)

1720 Windward Concourse

Ste. 250

(Address)

Alpharetta

GA

30005

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Angela Janssen

(Name of Person)

at (770) 232-9200

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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

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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:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Worldnet Group Telecom Inc.

1. _____
(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. **California** _____
(State or country under the law of which it is incorporated)
3. **33-0986665** _____
(FEI number, if applicable)
4. **August 4, 1999** _____
(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. **9211 Irvine Blvd., Irvine, CA 92618** _____

(Current mailing address)

8. **Provide Telecommunication Services** _____
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: **TCS Corporate Services, Inc.** _____

Office Address: **103 N. Meridian St.** _____

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.

Lance J.M. Steinhart, President
(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)

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

Chairman: See Attached

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Address: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. **X**

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

14. **Joe Zakhour**

Chief Executive Officer

(Typed or printed name and capacity of person signing application)

LIST OF OFFICERS & DIRECTORS OF
Worldnet Group Telecom Inc.

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SECRETARY OF ST/
TALLAHASSEE, FLOI

Officers

Joe Zakhour	CEO
Fawzi Abboud	CTO
Randa Zakhour	CFO
Mohamed Abu Darwish	Secretary

Directors

Joe Zakhour
Fawzi Abboud
Randa Zakhour
Mohamed Abu Darwish

All the above referenced Officers & Directors can be reached at:
9211 Irvine Blvd., Irvine, California 92618

State of California
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, Cathy Mitchell, Acting Secretary of State of the State of California, hereby certify:

That on the **4TH day of AUGUST, 1999, WORLDNET GROUP TELECOM INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of **March 25, 2005.**

Cathy Mitchell
CATHY MITCHELL
Acting Secretary of State