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TRANSMITTAL LETTER

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TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT:

Speakeasy Communications, 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:

Christine Stevens
(Name of Person)

Speakeasy Communications, Inc.
(Firm/Company)

7300 N. Kendall Drive, Ste. 542
(Address)

Miami, FL 33156
(City/State/Zip)

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TALLAHASSEE, FLORIDA

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

Christine Stevens
(Name of Person)

at (305) 670-6336
(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**

**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:**

1. Speakeasy Communications, 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. Nevada
(State or country under the law of which it is incorporated)
3. 65-0499129
(FEI number, if applicable)
4. June 7, 1994
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. we have not conducted business in Florida yet.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 7300 N. KENDALL DR., #542
Miami, FL 33156
(Current mailing address)

8. Interactive telecommunications
(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 **NOT** acceptable)

Name: Jorge Bullas

Office Address: 7300 N. Kendall Drive, Ste 542

Miami, Florida, 33156
(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.


(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.

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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Theodore A. Andros

Address: 200 Ocean Lane Drive
Key Biscayne, FL 33149

Vice President: Jorge Bellas, Jr.

Address: 7300 N. Kendall Drive Ste 542
Miami, FL 33156

Secretary: Jorge Bellas, Jr.

Address: 7300 N. Kendall Drive, Ste 542
Miami, FL 33156

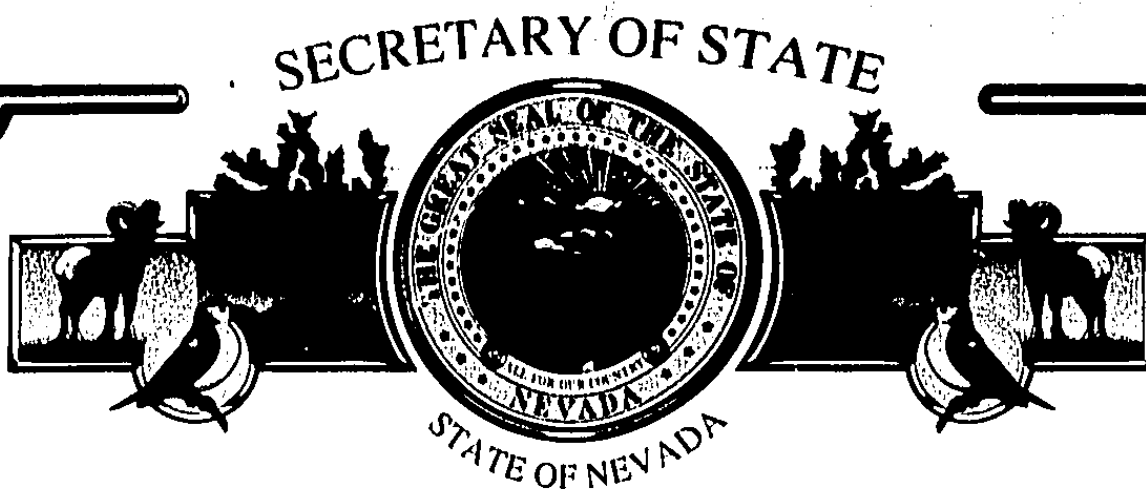
Treasurer: Jorge Bellas, Jr.

Address: 7300 N. Kendall Drive, Ste 542
Miami, FL 33156

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

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

14. Theodore A. Andros President
(Typed or printed name and capacity of person signing application)



**CERTIFICATE OF CORPORATE EXISTENCE
(EXCLUDING AMENDMENTS)**

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **SPEAKEASY COMMUNICATIONS, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith, is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, this 5th day of January, 1996.

Dean Heller

Secretary of State

By

Doni Davis

Certification Clerk

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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