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1201 HAYS STREET
TALLAHASSEE, FL 32301-3607
(904) 222-1931

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 987668 7106741

AUTHORIZATION *Patricia Pizzuto*

COST LIMIT : \$ 70.00

ORDER DATE : June 14, 1996

ORDER TIME : 10:58 AM

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ORDER NO. : 987668

CUSTOMER NO: 7106741

CUSTOMER: Daniel Oshatz, Esq
Edward Sussman, Esq.
60 East 42nd Street
Suite 2130
New York, NY 10165

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 18 PM 4:00

FOREIGN FILINGS

96/18

NAME: T&T TELECOMMUNICATIONS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

RECEIVED
96 JUN 18 PM 2:05
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. TET Telecommunications, 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. Delaware
(State or country under the law of which it is incorporated) 3. _____
(FEI number, if applicable)

4. June 2, 1996
(Date of incorporation) 5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. July 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.135, F.S.))

7. 229 S.W. 31st Street
Fort Lauderdale, FL 33315
(Current mailing address)

8. Telecommunications 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:

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 3230
(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.

By: Patricia Pizzuto
(Registered agent's signature)

Patricia Pizzuto, as its agent

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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96 JUN 18 PM 4:00

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman:

Address:

David Held
229 SW 31st Street
Fort Lauderdale, FL 33315

Vice Chairman:

Address:

N/A

Director:

Address:

Menoscar Fernandez
84-26 Roosevelt Ave.
Jackson Heights, NY 11372

Director:

Address:

B. OFFICERS

President:

Address:

Menoscar Fernandez
84-26 Roosevelt Ave.
Jackson Heights, NY 11372

Vice President:

Address:

Pablo Leger
84-26 Roosevelt Ave.
Jackson Heights, NY 11372

Secretary:

Address:

Daniel T. Oshatz
60 E. 42nd St., Suite 2123
New York, NY 10165

Treasurer:

Address:

David Held
229 SW 31st Street
Fort Lauderdale, FL 33315

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

13.

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

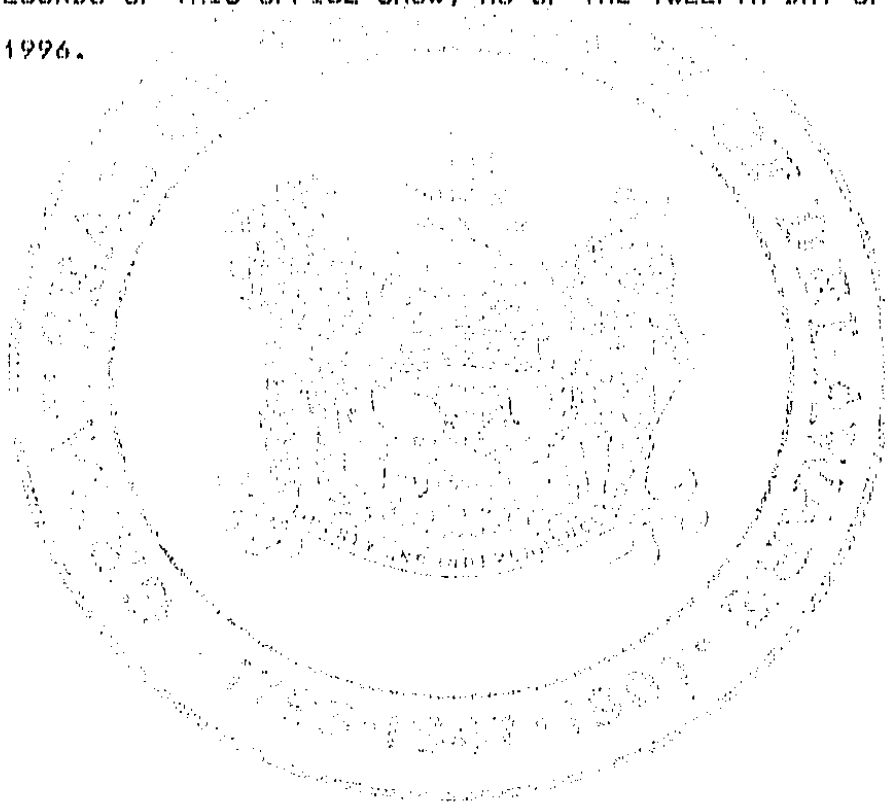
14.

Daniel T. Oshatz, Secretary
 (Typed or printed name and capacity of person signing application)

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 96 JUN 18 PM 4:00

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREDY CERTIFY "TAT TELECOMMUNICATIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF JUNE, A.D. 1996.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 18 PM 4:00



2633176 8300

960171502

Edward J. Freel, Secretary of State

7983244

AUTHENTICATION:

06-12-96

DATE: