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November 21, 1997

VIA OVERNIGHT DELIVERY

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

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--12/02/97--01093--002
*****70.00 *****70.00

Re: Certificate of Authority for National Telecom, Inc.

Dear Sir/Madam:

W97-26937

In connection with the above-referenced matter, enclosed please find the following documents:

1. One original and one copy of the Application for Certificate of Authority of a Foreign Corporation;
2. One Certificate of Good Standing issued by the Nevada Secretary of State; and
3. A check in the amount of \$70.00 payable to the Florida Department of State in payment of the filing fee and the issuance of the Certificate of Authority.

If you have any questions or require additional information regarding this filing, please do not hesitate to contact me. Thank you for your attention to this matter.

Sincerely,


Lynn Burlingame
Paralegal

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DIVISION OF CORPORATIONS
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01/2/10

Enclosures

cc: Thomas Mitchell

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: National 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:

Lynn Burlingame

(Name of Person)

Lance Steinhart, Attorney at Law

(Firm/Company)

6455 East Johns Crossing, Suite 285

(Address)

Duluth, Georgia 30097

(City/State/Zip)

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

Lynn Burlingame

(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

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 3, 1997

LYNN BURLINGAME
LANCE J.M. STEINHART
6455 E. JOHNS CROSSING, STE. 285
DULUTH, GA 30097

SUBJECT: NATIONAL TELECOM, INC.
Ref. Number: W97000026937

We have received your document for NATIONAL TELECOM, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 197A00057050

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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Thomas Mitchell, do hereby certify
(Name)

that this Resolution of the Board of Directors of National Telecom, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nevada,

was duly adopted on December 8, 19 97.

Be it resolved, that National Telecom, Inc.
(Corporate Name)

organized and existing in the State of Nevada, hereby adopts the name

National Telecom Network, Inc. for use in Florida.

Dated: 12/8/97

Thomas Mitchell

Signature of either Chairman, Vice Chairman or any officer

Thomas Mitchell

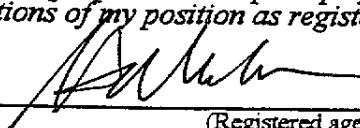
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INHS19(4/96)

**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. National Telecom, 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. 88-0377629
(FEI number, if applicable)
4. October 20, 1997
(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. 2235 East Flamingo Road, Suite 405
Las Vegas, NV 89119
(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: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: Richard A. Murdoch
Office Address: 980 N. Federal Highway, Suite 410
Boca Raton, Florida, 33432
(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: Thomas Mitchell
Address: 2235 East Flamingo Road, Suite 405, Las Vegas, NV 89119

Vice Chairman: Robert Williamson
Address: 2235 East Flamingo Road, Suite 405, Las Vegas, NV 89119

Director: _____
Address: _____

Director: _____
Address: _____

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

President: Thomas Mitchell
Address: 2235 East Flamingo Road, Suite 405
Las Vegas, NV 89119

Vice President: _____
Address: _____

Secretary: /TREASURER Robert Williamson
Address: 2235 East Flamingo Road, Suite 405
Las Vegas, NV 89119

Treasurer: _____
Address: _____

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

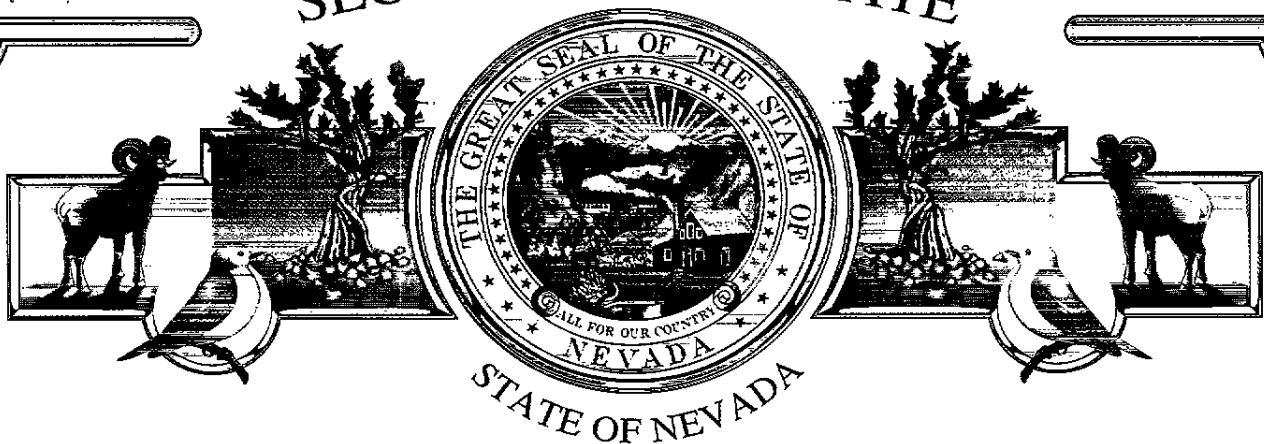
13. Thomas Mitchell President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas Mitchell, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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 filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **NATIONAL TELECOM, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since October 20, 1997, 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, on November 18, 1997.



By

Secretary of State

Certification Clerk

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