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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: LUIS URIARTE
PHONE: (305)672-0686

ACCT#: 110432003053

FAX #: (305)672-9110

NAME: YOURTEL, INC.

AUDIT NUMBER.....H98000013555

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0

PAGES..... 4

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**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. Yourtel, 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 19, 1998

(Date of Incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing this application

(Date first transacted business in Florida. (See Section 607.1501, 607.1502, and 817.155, F.S.)

7. 1100 New York Avenue, NW Suite 650E

Washington, DC 20005

(Current mailing address)

8. Purpose of corporation to be carried out in Florida: all activities permitted under applicable law

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Corporate Creations Enterprises Inc.

4521 PGA Boulevard #211

Palm Beach Gardens, FL 33418

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: _____

Corporate Creations Enterprises Inc.

Luis A. Uriarte, Vice President

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.

American Incorporators Ltd.

1220 North Market Street, Suite 606

Wilmington, DE 19801

302-421-5752

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12. Names and business addresses of officers and/or directors: (Street address ONLY)

A. DIRECTORS

Dennis Elliott
1100 New York Avenue, NW
Suite 650E
Washington DC 20005

Jeffrey Blumenfeld
1100 New York Avenue, NW
Suite 650E
Washington DC 20005

Kalman Schaefer
1100 New York Avenue, NW
Suite 650E
Washington DC 20005

Albert Halprin
1100 New York Avenue, NW
Suite 650E
Washington DC 20005

B. OFFICERS

PRESIDENT Dennis Elliott
1100 New York Avenue, NW
Suite 650E
Washington DC 20005

SECRETARY Jeffrey Blumenfeld
1100 New York Avenue, NW
Suite 650E
Washington DC 20005

TREASURER Kalman Schaefer
1100 New York Avenue, NW
Suite 650E
Washington DC 20005

13. Signature of an officer listed in item 12:

By: 
Dennis Elliott, President
by L.A. Uriarte as attorney-in-fact

Date: 7/22/98

American Incorporators Ltd.
1220 North Market Street, Suite 606
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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "YOURTEL, 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 TWENTY-SECOND DAY OF JULY, A.D. 1998.

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*Edward J. Freel*
Edward J. Freel, Secretary of State 9255

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