

N05 0000 11674

Salem Philippi
221 Amesbury Lane
Kissimmee FL 34758
(407)288-5827

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Hampton NOV 18 2005

FILED

CERTIFICATE OF INCORPORATION

2005 NOV 17 PM 3:31

of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

"Spirit-US Telecom, Inc."

The undersigned incorporator hereby adopts the following Certificate of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a not for profit corporation, with powers, rights, privileges and immunities hereinafter mentioned, and do hereby make, subscribe and acknowledge and file with the Secretary of the State of Florida this Certificate of Incorporation and to that end, by this Certificate, do set forth:

ARTICLE I

The name of this corporation (hereinafter called the "Corporation") Spirit-US Telecom, Inc.

ARTICLE II

The principal office of the Corporation shall be in the City of Orlando, County of Orange, more particularly, 221 Amesbury Lane, Kissimmee, FL 34758.

ARTICLE III

The Corporation is organized exclusively to provide Internet services to minority and to instruct the community how to use the Internet the most infective way. The making of distributions to organizations that qualify as exempt organization under section 501 (c) (3) of the United State Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

ARTICLE IV

The Board of Directors of the Corporation shall consist of at least five directors, with the exact number to be fixed from time in the manner provided in the Corporation's Bylaw. The number of directors constituting the initial Board of Directors are Five.

ARTICLE V

The names and addresses of the Board of Directors of this Corporation are as follows:

- 1) Salem Philippi
221 Amesbury Lane
Kissimmee FL 34758
(407)288-5827**
- 2) Wildolph G. Philippi
1417 North West 80th Avenue
Margate, FL 33063
(954) 978-6902**
- 3) Narcisse Lyvenstong
221 Amesbury Lane
Kissimmee FL 34758
(321)750-8908**
- 4) Claude Saintime
221 Amesbury Lane
Kissimmee FL 34758
(954)234-3721**

Said Director shall hold office until successors are elected and qualified.

ARTICLE VI

The registered agent of this Corporation shall be Salem Philippi and the registered office shall be located at 221 Amesbury Lane, Kissimmee, FL 34758.

ARTICLE VII

The name and address of the incorporator of this Corporation is: Salem Philippi, 221 Amesbury Lane, Kissimmee, FL 34758.

ARTICLE VII

This Corporation shall have perpetual existence. The existence of this Corporation shall commence as of the filing of the Articles of Incorporation.

ARTICLE VIII

The executive officers of this Corporation shall be President, a Vice President, Treasurer and Secretary. All officers may be directors.

The Corporation may also have such other officers and agents as may be deemed necessary, and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed in the By-Laws, or as determined by the Board of Directors.

The name(s) and address(es) of the person(s) who shall serve as officers of the Corporation, is as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Salem philippi	President	221 Amesbury Lane Kissimmee, FL 34758.
Livengston Narcisse	Vice President	221 Amesbury Lane Kissimmee, FL 34758.
Wildolph Philippi	Secretary	1417 North West 80 th Avenue Margate, FL 33063
Claude Saintime	Treasurer	221 Amesbury Lane Kissimmee, FL 34758

IN WITNESS WHEREOF, The undersigned, being the Incorporator for the purpose of forming a Corporation pursuant to the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, as amended, has signed these Articles of Incorporation on this 18th day of November, 2005.


Salem Philippi, Incorporator

STATE OF FLORIDA)

COUNTY OF DATE) *Orange*

11/14/05

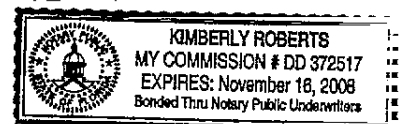
BEFORE ME, the undersigned authority, personally appeared Salem Philippi, to me known to be the person described in the executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that said person executed the same for the purpose therein express. He (is personally known to me) or (has produced a Florida's State Drivers License as identification).

WITNESS my hand and official seal in the State and County aforesaid, this 18th day of October, 2005.

Notary Public, State of Florida

Kimberly Roberts

CERTIFICATE OF DESIGNATION



REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

Spirit-US Telecom, Inc.

2. The name and address of the registered agent and office is:

Salem Philippi
221 Amesbury Lane
Kissimmee, FL 34758

HAVING BEEN NAMED AS REGISTERED AGENT AND DO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE/REGISTERED AGENT: _____

DATE: _____

11/14/08