

**P000000010134**

**Florida Department of State  
Division of Corporations  
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**To:**  
Division of Corporations  
Fax Number : (850)922-4001

**From:**  
Account Name : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850)385-6735  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**PREPAID PHONECARDS UNLIMITED, INC.**

Certificate of Status	<b>0</b>
Certified Copy	<b>1</b>
Page Count	<b>04</b>
Estimated Charge	<b>\$78.75</b>

## ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

### ARTICLE 1. - NAME

## PREPAID PHONECARDS UNLIMITED, INC.

### ARTICLE 2. - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4293 Mohagany Ridge Dr.  
Weston, FL 33331

### ARTICLE 3. - SHARES

This corporation is authorized to issue 100 shares of \$1.00 par common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

Articles prepared by:  
RICHARD T. CATARCIO  
7300 W. McNab Road  
Suite 211  
Tamarac, FL 33321  
(954) 718-8572

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**ARTICLE 4. - INITIAL REGISTERED AGENT & STREET ADDRESS**

The name and address of the initial registered agent is:

Edward J. Hanophy  
4293 Mohagany Ridge Dr.  
Weston, FL 33331

**ARTICLE 5. - INCORPORATORS**

The name and street address of the incorporator to these Articles of Incorporation is:

Edward J. Hanophy  
4293 Mohagany Ridge Dr.  
Weston, FL 33331

**ARTICLE 6. - OFFICERS**

The name of the initial officer to these Articles of Incorporation:

Edward J. Hanophy, President  
4293 Mohagany Ridge Dr.  
Weston, FL 33331

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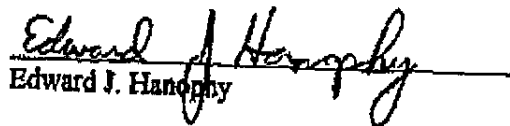
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**ARTICLE 7. - DIRECTORS**

The name of the initial director to these Articles of Incorporation is:

Edward J. Hanophy  
4293 Mohagany Ridge Dr.  
Weston, FL 33331

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

  
Edward J. Hanophy

DATED: January 28, 2000

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA  
STATUS, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

PREPAID PHONECARDS UNLIMITED, INC.

2. THE NAME OF THE REGISTERED AGENT AND OFFICE IS:

Edward J. Hanophy  
4293 Mohagany Ridge Dr.  
Weston, FL 33331

HAVING BEEN NAMED AS REGISTERED AGENT AND TO 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 HOLD MYSELF OBLIGATED TO PERFORM MY DUTIES IN  
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.

Edward J. Hanophy  
SIGNATURE - REGISTERED AGENT

DATE: January 28, 2000

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