

P00000021037

GENNADY NUDELMAN  
6646 VILLA SONRISA # 521  
BOCA RATON, FLORIDA 33433

February 22, 2000

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

700003146657-9  
-02/24/00-01079-003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir / Madam:

Enclosed are two (2) Copies of Articles of Incorporation of Dial GYVT Communications, Inc. and the appointment of registered agent for filing purposes.

Also, enclosed is a check for \$70.00 to cover charter tax, filing fees, and registered agent filing fee. No certified copy is requested at this time.

Thank you for your prompt attention to this matter.

Please remit the approved Articles of Incorporation to the above address.

Very Sincerely,

*Nudelman Gennady*

Gennady Nudelman

FILED  
00 FEB 24 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch FEB 29 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**DIAL GYVT COMMUNICATIONS, INC.**

The Undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

1. The name of the corporation is as follows:  
**DIAL GYVT COMMUNICATIONS, INC.**
2. The period of its duration is perpetual.
3. The purpose is to engage in any activities or business permitted under the laws of the United States and the state of Florida.
4. The capital stock authorized the par value thereof, and the characteristics of such stock shall be as follows: 1,000 shares at par value of \$ .01 per share, common stock. All of the stock shall be payable in cash or other property, real or personal, tangible or intangible, or in labor or services actually performed for the corporation, in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.
5. This corporation shall commence to exist on the date which the Articles of Incorporation are filed in the office of the Secretary of the State of Florida.
6. The principal office, registered agent, and registered office address is:  
  
GENNADY NUDELMAN - SS # 087-76-8323  
6646 VILLA SONRISA # 521  
BOCA RATON, FLORIDA 33433
7. The number of directors constituting its initial board of Directors is one (1), whose name and address is as follows:  
  
GENNADY NUDELMAN - SS # 087-76-8323  
6646 VILLA SONRISA # 521  
BOCA RATON, FLORIDA 33433
8. The name and address of the initial incorporator is as follows:  
  
GENNADY NUDELMAN - 1000 SHARES  
6646 VILLA SONRISA # 521  
BOCA RATON, FLORIDA 33433

00 FEB 24 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

9. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation".

SIGNED ON THE FOLLOWING DATE: 2/23, 2000.

Nudelmon Gennady  
GENNADY NUDELMAN  
Registered Agent

Nudelmon Gennady  
GENNADY NUDELMAN  
Incorporator

SWORN TO AND SUBSCRIBED

BEFORE ME THIS 23 DAY OF February, 2000.

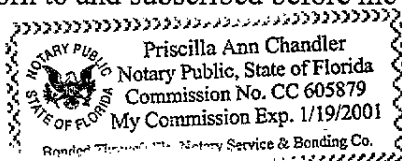
STATE OF FLORIDA }

SS # 087-76-8323

COUNTY OF WEST PALM BEACH }

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared Gennady Nudelmon who after first being duly sworn, deposes and says that she is the person described in and who subscribed to the Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth and furthermore, that the above facts are true and correct to the best of her knowledge and belief of

Sworn to and subscribed before me this 23 day of February, 2000.



Priscilla Ann Chandler  
Notary Public  
State of Florida

My Commission Expires: 1-19-2001