

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

700000021311

Interworld Telecom, Inc.

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*****78.75 *****78.75

✓ Art of Inc. File Cert.
LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Trade/Service Mark
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
✓ Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier

FILED
MAR - 1 AM 11:43
TALLAHASSEE, FLORIDA

RECEIVED
MAR - 1 AM 10:51
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

CM 2/1 9:46

Name

Date

Time

Walk-In

Will Pick Up

T. SMITH MAR 01 2000

ARTICLES OF INCORPORATION

INTERWORLD TELCOM, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is INTERWORLD TELCOM, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is 19380 Collins Ave., Suite 1614, Sunny Isles Beach, FL 33160.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

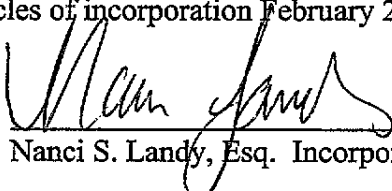
The name and address of the initial registered agent are Nanci S. Landy, Esq., 2700 South Commerce Parkway, Suite 305, Weston, FL 33331.

ARTICLE V. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are:

Nanci S. Landy, Esq.
2700 South Commerce Parkway, Suite
305
Weston, FL 33331

The undersigned executed these articles of incorporation February 29, 2000.


Nanci S. Landy, Esq. Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT
FOR A FLORIDA CORPORATION**

Pursuant to the provisions of F.S. 607.0501, 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 **INTERWORLD TELCOM, INC.**
2. The name of the registered agent is Nanci S. Landy, Esq.
3. The address of the registered agent/registered office is 2700 S. Commerce Parkway, Suite 305, Weston, Florida 33331.

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


Nanci S. Landy, Esq.

Date: February 29, 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA