

Charter Number Only

4/28/00

Daniels & Associates

Requestor's Name

8401 SW 40th St.

Address

Miami, FL 33155

City

State

ZIP

Phone

VALIDATION ONLY

800003228118--2

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

CORPORATION(S) NAME

mit-elefonica.com, inc.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |



Empire Toll Free: 1-800-432-3028

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W.P. Verifier	

CERTIFIED COPY

**ARTICLES OF INCORPORATION
OF
MITELEFONICA.COM, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE ONE: NAME OF THE CORPORATION.

MITELEFONICA.COM, INC.

ARTICLE TWO: CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time, is: *TEN THOUSAND (10,000)* shares of common stock having a par value of *TEN CENTS (\$ 0.10)* each.

ARTICLE THREE: NATURE OF BUSINESS AND POWERS.

The general nature of business to be transacted by this Corporation, is to engage in any kind of business permitted under the laws of the State of Florida.

ARTICLE FOUR: TERMS OF EXISTENCE.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLES FIVE: REGISTERED AGENT.

The registered Agent and the street of the initial Registered Agent of this corporation in the State of Florida shall be:

CAMILO RESTREPO
701 BRICKELL KEY BLVD., APT #2503
MIAMI, FL 33131

ARTICLE SIX: BOARD OF DIRECTORS.

This Corporation shall have THREE (3) Directors Initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE SEVEN: INITIAL DIRECTOR(S).

The name(s) of the initial Director(s) of this Corporation and address:

The person(s) named as Initial Director(s) shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified whichever occurs first.

CAMILO RESTREPO
701 BRICKELL KEY BLVD., APT #2503
MIAMI, FL 33131

CAMILO MEDINA
1915 BRICKELL AVE PH 5
MIAMI, FL 33129

PABLO BRESSAN
2 FARREY LANE
MIAMI BEACH, FL 33139

ARTICLE EIGHT: INCORPORATOR.

The name and street address of the person signing these articles of incorporation as the Incorporator is:

CAMILO RESTREPO
701 BRICKELL KEY BLVD., APT #2503
MIAMI, FL 33131

ARTICLE NINE: OFFICERS OF THE CORPORATION.

The following person(s) have been elected officer(s) of the Corporation:

CAMILO RESTREPO
(PRESIDENT)
701 BRICKELL KEY BLVD., APT #2503
MIAMI, FL 33131

CAMILO MEDINA
(VICE-PRESIDENT AND SECRETARY)
1915 BRICKELL AVE PH 5
MIAMI, FL 33129

PABLO BRESSAN
(TREASURER)
2 FARREY LANE
MIAMI BEACH, FL 33139

ARTICLE TEN: ADDRESS OF THE CORPORATION.

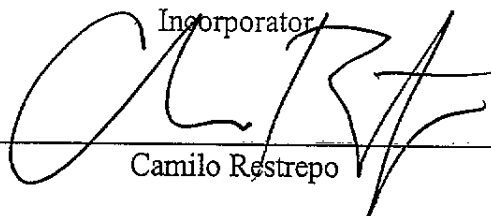
The principal office of this Corporation shall be:

1020 N.W. 163 DRIVE
MIAMI, FL 33169

ARTICLE ELEVEN: AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors and approved at a Stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that certain of these Articles of Incorporation be made.

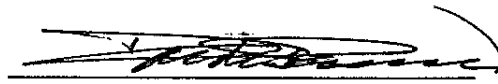
In witness thereof, the undersigned, as *Incorporator*, has executed the foregoing Articles of Incorporation in Miami, April 27, 2000.

Incorporator

Camilo Restrepo

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Before me, a Notary Public, personally appeared Camilo Restrepo to me known to be the person described as the *Incorporator* and acknowledge before me that he subscribed to these Articles of Incorporation.

Miami, April 27, 2000



Notary Public
State of Florida at Large



Dagoberto H. Valdes
MY COMMISSION # CC592605 EXPIRES
January 1, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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) NAME OF THE CORPORATION

MITELEFONICA.COM, INC.

2) THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE.

CAMILO RESTREPO
701 BRICKELL KEY BLVD., APT #2503
MIAMI, FL 33131

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 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.

Miami, April 27, 2000


Camilo Restrepo
Agent

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00 APR 28 AM 11:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA