

TRANSMITTAL LETTER
P000000043853

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-05/01/00--01099--009
*****78.75 *****78.75

SUBJECT: NETACK South America, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: ROHAN CRICHTON
Name (Printed or typed)

261 E NE 1ST STREET, STE 205
Address

Miami FL 33132
City, State & Zip

305 579 9001
Daytime Telephone number

00 MAY -1 AM 11:32
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

32.00

ARTICLES OF INCORPORATION

OF

NETTALK SOUTH AMERICA, INC.

FILED
00 MAY -1 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:
NetTalk South America, Inc.

ARTICLE II PRINCIPAL OFFICE

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

261 NE 1st Street, Suite 205
Miami, FL 33132

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1000 common shares.
par value \$.01 per share

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Rohan Crichton
261 NE 1st Street, Suite 205
Miami, FL 33132
(305) 579 9001

ARTICLE V OFFICERS/DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Rohan Crichton - Director
6527 SW 116th Place # G
Miami, FL 33173

Amrick Alexander -Director
18840 NW 23rd Place
Pembroke Pines, FL 33029

ARTICLE VI INCORPORATOR(S)

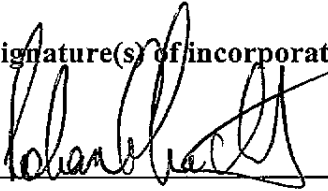
The name(s) and street addresses of the incorporator(s) to this articles of incorporation is(are):


Rohan Crichton
Amrick Alexander

261 NE 1st Street, Suite 205
Miami, FL 33132
(305) 579 9001

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this ____ day of April, 2000.

Signature(s) of incorporator(s):





STATE OF FLORIDA

COUNTY OF MIAMI-DADE

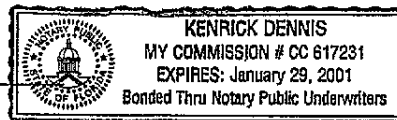
THE FOREGOING instrument was acknowledged and sworn to before me

this 26th day of April, 2000

by Rohan Crichton of NetTalk South America, Inc.
(Name of Incorporator) (Name of Corporation)

Notary Public





My commission expires: _____

(SEAL)

CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: NetTalk South America, Inc.

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

Rohan Crichton
261 NE 1st Street, Suite 204
Miami, FL 33132
(305) 579 9001

FILED
00 MAY -1 AM 11:32
STATE
TALLAHASSEE, FLORIDA

SIGNATURE



(Corporate Officer)

TITLE

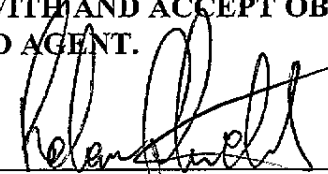
CEO

DATE

4/26/00

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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



(Registered Agent)

DATE

4/26/00