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May 12, 2000

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Secretary of State
Division of Incorporations
409 E. Gaines St.
Tallahassee, FL 32399

Gentlemen:

Re: Telecom Resources of America, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$87.50 to include the filing fee, certified copy and Certificate of Status.

If you have any questions, I can be contacted at 954-698-9109.

Sincerely,

Toni R. Mastrullo

Toni R. Mastrullo
Grove Centre
21301 Powerline Rd., Ste 309
Boca Raton, FL 33433

Enclosures

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S., Telecom Resources of America, Inc. hereby adopts the following articles of incorporation.

ARTICLE I – NAME

The name of the corporation shall be **TELECOM RESOURCES OF AMERICA, INC.**

ARTICLE II – PRINCIPAL OFFICE

The principal place of business/mailing address is Grove Centre, 21301 Powerline Road, Suite 309, Boca Raton, FL 33433.

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful Business for which corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV – SHARES

The number of shares which the corporation has authority to issue is 1000 shares, all of which shall be common shares with a \$1.00 par value.

ARTICLE V – INITIAL OFFICER/DIRECTOR

The name and address of the initial officer/director is:

Toni R. Mastrullo, Grove Centre, 21301 Powerline Rd., Ste. 309, Boca Raton, FL 33433.

ARTICLE VI – REGISTERED AGENT

The name and address of the registered agent is:

Toni R. Mastrullo, Grove Centre, 21301 Powerline Rd., Ste. 309, Boca Raton, FL 33433.

ARTICLE VII – SUB-CHAPTER S CORPORATION

This corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE VII – INCORPORATOR

The name and address of the Incorporator is:

Toni R. Mastrullo, Grove Centre, 21301 Powerline Rd., Ste. 309, Boca Raton, FL 33433.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment of registered agent and agree to act in this capacity.

Toni R. Mastrullo
Signature/Registered Agent

5/12/00
Date

Toni R. Mastrullo
Signature/Incorporator

5/12/00
Date