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Law Offices of
DAN ZOHAR, P.A.

July 25, 2000

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
P.O. Box 6327
Tallahassee, FL. 32314

Attn. New Corporate Filings

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

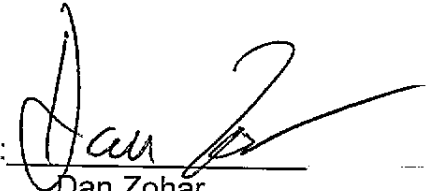
Dear Sir or Madam:

Enclosed herein please find properly executed Articles of Incorporation of Ziptel, Inc., together with a check in the amount of \$78.75 payable to the Secretary of State. Please file said Articles of Incorporation, and forward the certified copy of said Articles to my Tampa address.

I thank you in advance for your cooperation in this matter.

Very truly yours,

DAN ZOHAR, P.A.

By: 
Dan Zohar

DZ:vj

8902 N. Dale Mabry
Suite 111
Tampa, Florida 33614

(813) 935-9448
Fax (813) 931-0025

**CONSULTATION
LOCATIONS**

500 S. Florida Avenue
Suite 600
Lakeland, Florida 33801
(863) 688-8888

1801 E. Colonial Drive
Suite 105
Orlando, Florida 32803
(407) 422-0011

Bradenton/Sarasota
(941) 953-6400

St. Petersburg
(727) 821-3900

REPLY TO: TAMPA

9/8/11

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ZIPTTEL, INC.**

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this Corporation shall be:

ZIPTTEL, INC.

ARTICLE II

Principal Office

The principal office of this Corporation is:

8902 N. Dale Mabry Hwy., Suite 111, Tampa, Florida 33614, and is the same as its registered office.

ARTICLE III

Business and Purposes

The general purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this Corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE IV

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this Corporation shall be 10,000 shares of nonconvertible common stock with a par value of \$1.00 per share, all of which shares are to be of the same class. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this Corporation. The consideration for the issuance of said shares of capital stocks shall be money or other property, excluding services and stock or other securities, whether of the issuer or some other corporation, and may be paid, in whole or in part, in cash, or in other property (tangible or intangible) at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and

nonassessable.

(b) In the election of directors of this Corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE V

Existence of Corporation

This Corporation shall have perpetual existence.

ARTICLE VI

Registered office and Registered Agent

The initial registered office of this Corporation shall be located at 8902 N. Dale Mabry Hwy., Suite 111, Tampa, Florida 33614, and the initial registered agent of this Corporation at such office shall be Dan Zohar. This Corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VII

Board of Directors

The Board of Directors of this Corporation shall consist of not less than one (1) nor

more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders of the bylaws. The business and affairs of this Corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at or meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this Corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this Corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

Initial Board of Directors

The initial Board of Directors shall consist of one member, such member to hold office until his successor has been duly elected and qualified. The name and street address of the initial director is:

Name

Dan Zohar

Address

8902 N. Dale Mabry Hwy., Suite 111
Tampa, Florida 33614

ARTICLE IX

Incorporator

The name and street address of the incorporator making these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Dan Zohar	8902 N. Dale Mabry Hwy., Suite # 111 Tampa, Florida 33614

ARTICLE X

Bylaws

(a) The power to adopt the bylaws of this Corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this Corporation; provided, however, that any bylaws or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new bylaw in lieu therefor may be adopted by vote of the stockholders. No bylaw which has been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by the vote of the directors until one year shall have expired since such action by vote of such stockholders.

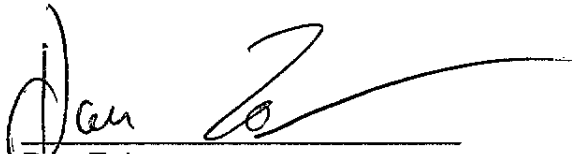
(b) The bylaws of this Corporation shall be for the government of this Corporation and may contain any provisions or requirements for the management or

conduct of the affairs and business of this Corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE XI

Amendment of Articles of Incorporation

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.



Dan Zohar

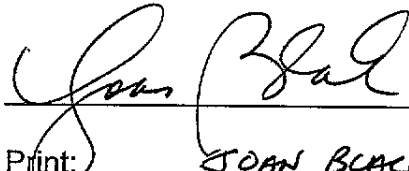
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 25th of JULY, 2000,
personally appeared Dan Zohar, who is personally known to me and who signed the
foregoing Articles of Incorporation, and acknowledged to me that he executed the same
freely and voluntarily, for the uses and purposes therein expressed, but did not take an oath.

WITNESS my hand official seal the date aforesaid.

 Joan Black
★ My Commission CC914451
Expires February 28, 2004

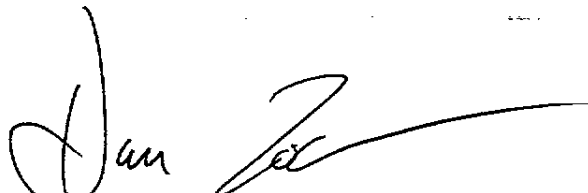

Print: JOAN BLACK
NOTARY PUBLIC
My Commission Expires: 2/28/04

ZIPTTEL, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

DAN ZOHAR, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in these Articles of Incorporation, hereby agrees and consents to act in that capacity.

DATED this 25th day of July, 2000.


Dan Zohar

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