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LAW OFFICES OF

JEAN S. PERWIN

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FILED
SEP 11 AM 10:58
TALLAHASSEE, FLORIDA

September 6, 2000

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

EFFECTIVE DATE

09-15-00

RE: LALO COMMUNICATIONS CORPORATION

Dear Sir or Madam:

500003388885--5

-09/11/00-01133-006

****122.50 *****78.75

Enclosed please find:

1. Articles of Incorporation on behalf of Lalo
Communications Corporation.

2. A check in the amount of \$122.50 for the filing
fees.

If you have any questions regarding this filing, please
do not hesitate to contact me.

Sincerely,

Jean Perwin

JEAN S. PERWIN

JSP:alc

Enclosures

9-12

**ARTICLES OF INCORPORATION
OF
LALO COMMUNICATIONS CORPORATION**

FILED
00 SEP 11 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is **Lalo Communications Corporation** and the principal address of the corporation is: 218 Commercial Blvd., Suite 201D, Lauderdale by the Sea, FL 33308.

EFFECTIVE DATE
09-15-00

ARTICLE II - DURATION

The period of the duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon **September 15, 2000**.

ARTICLE III - PURPOSES

The purpose or purposes for which the corporation is communications services and any other lawful purpose.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue two thousand shares of common stock (2,000) par value \$1.00 per share.

ARTICLE V - REGISTERED AGENT

The street address and city of the registered office of the corporation is **218 Commercial Blvd., Suite 201D, Lauderdale by the Sea, FL 33308** and the name of its initial registered agent at such address is **Maria Elena Dieguez**.

ARTICLE VI - BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members. The names and address of the persons who shall serve on the initial board are:

Maria Elena Dieguez, President
218 Commercial Blvd., Suite 201D
Lauderdale by the Sea, FL 33308

Milagros Carrasquillo, Treasurer
218 Commercial Blvd., Suite 201D
Lauderdale by the Sea, FL 33308

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles is:

Maria Elena Dieguez
218 Commercial Blvd., Suite 201D
Lauderdale by the Sea, FL 33308

The power to adopt, alter, amend or repeal Bylaws shall be vested solely in the Board of Directors.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any amendment to them. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 5 day of September 2000.

Maria E. Dieguez
Maria Elena Dieguez

STATE OF FLORIDA
COUNTY OF BROWARD

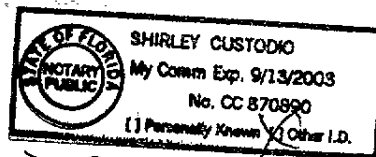
SS.

The foregoing was acknowledged before me this 5th day of September, 2000, by Maria Elena Dieguez, III who is personally known to me or who has produced A Florida Driver's License as identification and who did/did not take an oath.

Shirley Custodio
NOTARY PUBLIC

NAME OF NOTARY: Shirley Custodio

COMMISSION NO.: CC 870890



DRIVER
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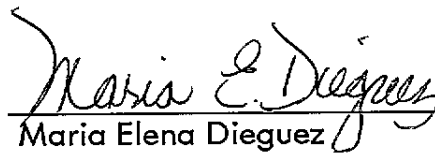
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF
PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

In pursuance to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

THAT, **Lalo Communications Corporation** desiring to organize under the laws of the State of Florida, as a for profit organization, with its principal office at 218 Commercial Blvd., Suite 201D, Lauderdale by the Sea, FL 33308 hereby appoints Maria Elena Dieguez as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Maria Elena Dieguez

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