LAW OFFICES
SCOTT E. ROVENGER, P.A.

SUNRISE (954) 748-4607
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SCOTT E. ROVENGER

10001 WEST OAKLAND PARK BOULEVARD
SUITE 202
SUNRISE, FLORIDA 33351

P00000107936

October 20, 2000

Secretary of State
Division of Corporations
Corporate Records Bureau
409 East Gains Street
Tallahassee, FL 32399

800003444208--9
-10/30/00--01131--003
*****78.75 *****78.75

RE: Filing of Articles of Incorporation of
A-1 Max Tel

Gentlemen:

Enclosed please find an original and one (1) copy of the Article of Incorporation for the above referenced entity, Acceptance of the Registered Agent and a self-addressed, stamped envelope for the return of a confirmation letter and certified copy.

I am also enclosing this firm's check in the amount of Seventy-Eight and 75/100 ($78.75) Dollars representing the costs as follows:

Filing Fee	$ 35.00
Registered Agent, Designation and Acceptance	35.00
Certified Copy	8.75
TOTAL	$ 78.75

FILED
00 NOV 20 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

SCOTT E. ROVENGER

SER\sp

Enclosure(s) (as noted)

11/20

W-26080

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 31, 2000

SCOTT E ROVENGER PA
10001 WEST OAKLAND PARK BLVD
STE 202
SUNRISE, FL 33351

SUBJECT: A-1 MAX TEL
Ref. Number: W00000026080

We have received your document for A-1 MAX TEL and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Gina Bullock
Document Specialist

Letter Number: 200A00056506

FILED
00 NOV 20 AM 11: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

A-1 MAX TEL, INC.

The undersigned subscriber to these Articles of Corporation, a natural person competent to contract does form a corporation under the laws of the State of Florida.

ARTICLE I NAME:

The name of the corporation is A-1 MAX TEL, INC.

ARTICLE II NATURE OF BUSINESS:

The nature of the business to be transacted by this corporation is to provide telecomunications service to the public and all things in connection therewith that are customarily done under the laws of the State of Florida and, in accordance with the "Corporation Act" of Florida, or to do and transact any and all business as permitted under the laws of the State of Florida. The business of the corporation and the United States of America shall not be limited to the foregoing activities.

ARTICLE III CAPITAL STOCK:

The capital stock of this corporation shall be 1000 shares of $1.00 par value common stock.

All of said stock shall be payable in cash, or property other than stock or securities, in lien of cash, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE IV TERM OF EXISTENCE:

This corporation will exist perpetually.

ARTICLE V ADDRESS:

The initial post office address of the principal and registered office of this corporation in the State of Florida is, 5150 S.W. 48th Way, Suite 612, Davie, FL 33314. MAX RIVADENEIRA shall be the initial registered agent at such address. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI DIRECTORS:

The corporation shall have one director initially.

ARTICLE VII INITIAL DIRECTORS:

The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

Max Rivadeneira 5150 S.W. 48th Way
Suite 612
Davie, FL 33314

ARTICLE VIII SUBSCRIBER:

The name and post office address of the subscriber to these Articles of Incorporation is:

Max Rivadeneira 5150 S.W. 48th Way
Suite 612
Davie, FL 33314

ARTICLE IX OFFICERS:

A. The officers of the corporation shall be President, Vice President, Treasurer and Secretary and such other officers as may be provided by the By-Laws.

B. The names of the person(s) who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President/Vice President
Secretary/Treasurer: Max Rivadeneira

C. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

ARTICLE X AGREEMENT:

These Articles of Incorporation may be amended in the manner approved by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

1. No shareholder of the corporation may sell or transfer his stock in this corporation until the same shall have been approved, at a stockholders' meeting, exclusive of the stock proposed to be sold. The shares of stock proposed to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

ARTICLE XI

1. The name of the initial registered agent at the above address of the corporation is Max Rivadeneira.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a professional sales corporation to do business in the State of Florida, under the laws of Florida, do hereby make and file these Articles of Incorporation and I do hereby declare and certify that the facts herein are true and do agree to take the number of shares set forth and I hereunto set my hand and seal this 13th day of November, 2000.

[signature]

MAX RIVADENEIRA

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME personally appeared MAX RIVADENEIRA to me well known and to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 13 day of November, 2000.

Darlene L. Childers

NOTARY PUBLIC, State of Florida at Large

My commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
DARLENE L. CHILDERS
My Commission # CC 814850
Expires: March 7, 2003
1-800-3-NOTARY Fla Notary Service & Bonding Co.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of A-1 MAX TEL, INC.

MAX RIVADENEIRA

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME personally appeared MAX RIVADENEIRA to me well known and to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 13 day of November, 2000.

Darlene L. Childers

NOTARY PUBLIC, State of Florida at Large

My commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
DARLENE L. CHILDERS
My Commission # CC 814850
Expires: March 7, 2003
1-800-3-NOTARY Fla Notary Service & Bonding Co.

FILED
00 NOV 20 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA