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ARLAN H. BIRKMAN, P.A.

Attorneys At Law



Arlan H. Birkman, Esq.
Marla E. Mathis, Esq.

December 11, 2000

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

RE: PUMA TELECOMMUNICATIONS OF SOUTH FLORIDA, INC.

400003502964--U
-12/15/00-01101-021
*****78.75 *****78.75

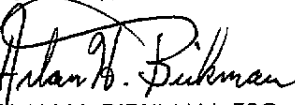
Dear Sir or Madam:

Enclosed please find the Articles of Incorporation and Certificate Designating Place of Business, etc., for PUMA TELECOMMUNICATIONS OF SOUTH FLORIDA, INC. Also enclosed please find our check in the amount of \$78.75 for the filing and receipt of a Certified Copy of the Articles.

Please file the enclosed Corporate documents as soon as possible and return to my office in the enclosed envelope.

If you have any questions, please do not hesitate to contact my office.

Respectfully,


ARLAN H. BIRKMAN, ESQ.

/mem
enclosures

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SECRETARY OF STATE
TALLAHASSEE, FL 32314

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TALLAHASSEE, FLORIDA

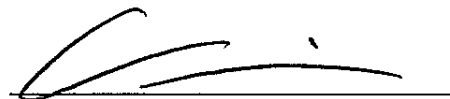
**ARTICLES OF INCORPORATION
OF
PUMA TELECOMMUNICATIONS OF SOUTH FLORIDA, INC.**

The undersigned, as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation.

- I. The name of the Corporation is **PUMA TELECOMMUNICATIONS OF SOUTH FLORIDA, INC.**
- II. The period of its duration is perpetual.
- III. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- IV. The maximum authorized capital stock of this corporation shall be One Thousand (1000) shares of Common Stock with One Dollar (\$1.00) Par Value.
- V. The initial registered office of this corporation shall be 5340 N. Federal Highway, Suite 105, Lighthouse Point, Florida 33064, with the privilege of having branch offices at any other place within or without the State of Florida. The initial registered agent at such address shall be **EDWARD N. DIBELER**.
- VI. The principal office is located at 5340 N. Federal Highway, Suite 105, Lighthouse Point, Florida 33064.
- VII. The following is the name and post office address of the incorporator:

EDWARD N. DIBELER, 2010 N.E. 31st Street, Lighthouse Point, Florida 33064.
- VIII. The number of directors constituting its initial Board of Directors is one. The name and address is:

EDWARD N. DIBELER, 2010 N.E. 31st Street, Lighthouse Point, Florida 33064.
- IX. These Articles of Incorporation may be amended in the manner as provided by law. Every Amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon unless all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


EDWARD N. DIBELER

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared **EDWARD N. DIBELER**, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth. **EDWARD N. DIBELER** is personally known to me or produced a Florida Driver's License as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Deerfield Beach, in said County and State this 11 day of December, 2000.

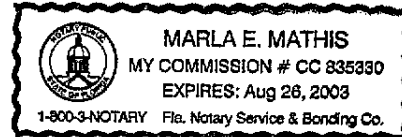


Printed Name: MARLA E. MATHIS

Notary Public

My Commission Expires:

Commission No:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

FILED
00 DEC 15 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

That, **PUMA TELECOMMUNICATIONS OF SOUTH FLORIDA, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation as the City of Lighthouse Point, Broward County, Florida has named **EDWARD N. DIBELER** as its agent to accept service of process within this state at 5340 N. Federal Highway, Suite 105, Lighthouse Point, Florida 33064.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place so 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.


EDWARD N. DIBELER