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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTEL LETTER

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

600003506216--9
-12/19/00--01083--009
*****78.75 *****78.75

Cape Coral, 12/14/2000

Please find enclosed one original and one copy of Articles of Incorporation for

Voice Industries, Inc. (proposed Corporation name)

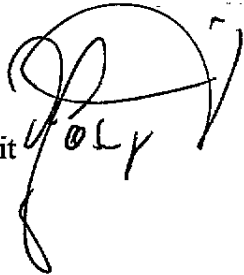
and a check in the amount of \$ 78.75

Please send Documents to:

Torsten Josupeit
16520 S. Tamiami Trail, #23
Ft. Myers, FL. 33908

Thank you

Torsten Josupeit



Pt 12/27/00 ✓

**ARTICLES OF INCORPORATION
OF
VOICE INDUSTRIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLES I – NAME

The name of this corporation shall be:

VOICE INDUSTRIES, INC.

The address of the principal office of this corporation shall be 16520 S. Tamiami Trail, #23, Ft. Myers, FL. 33908 and the mailing address of the corporation shall be 16520 S. Tamiami Trail, #23, Ft. Myers, FL. 33908

ARTICLE II – NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the law of the United States, the State of Florida, or any other state, country or nation.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **35,000** shares of common stock having **\$100.00** par value per share.

ARTICLE IV – ADDRESS

The street address of the initial registered office of the corporation shall be 16520 S. Tamiami Trail, #23, Ft. Myers, FL. 33908 and the name of the initial registered agent of the corporation is **Mr. Torsten Josupeit**.

ARTICLE V – TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI – PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII – DIRECTORS

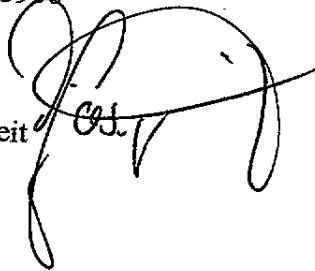
All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have **one (1)** Director, initially. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be less than one or more than five.

ARTICLE VIII – INCORPORATORS

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

Mr. Torsten Josupeit
16520 S. Tamiami Trail, #23
Ft. Myers, FL. 33908
USA

Torsten Josupeit

A handwritten signature in black ink, appearing to be 'Torsten Josupeit', written over a horizontal line.

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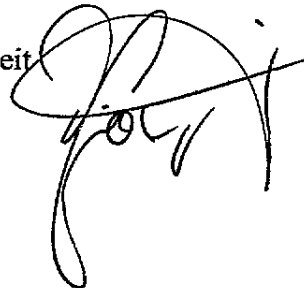
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN

ARTICLES OF INCORPORATION

Torsten Josupeit, having a business office identical with the registered office of the Corporation named above and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statute.

Torsten Josupeit

A handwritten signature in black ink, appearing to be 'Torsten Josupeit', written over a horizontal line.