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Account Name : KIPNIS TESCHER LIPPMAN & VALINSKY
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FLORIDA PROFIT CORPORATION OR P.A.

Intercallnet, Inc.

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KIPNIS TESCHER

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**ARTICLES OF INCORPORATION
OF
INTERCALLNET, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE ONE
NAME**

The name of the Corporation is: Intercallnet, Inc.

**ARTICLE TWO
PRINCIPLE OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

Intercallnet, Inc.
6340 NW 5th Way
Fort Lauderdale, Florida 33309

**ARTICLE THREE
REGISTERED AGENT AND REGISTERED OFFICE**

The name and post office address of the Corporation's registered agent is:

Jay Valinsky, Esq.
Kipnis Tescher Lippman & Valinsky
100 Northeast Third Avenue
Fort Lauderdale, FL 33301

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FAX AUDIT #H01000021608 4
Prepared By: Kipnis Tescher Lippman & Valinsky
100 NE Third Avenue, Suite 610
Fort Lauderdale, FL 33301
(954) 467-1964
Jay L. Valinsky FL Bar No. 0625109

**ARTICLE FOUR
INCORPORATOR**

The name and post office address of the initial incorporator is:

Jay Valinsky, Esq.
Kipnis Tescher Lippman & Valinsky
100 Northeast Third Avenue
Fort Lauderdale, FL 33301

**ARTICLE FIVE
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 52,000,000 which are to be divided into two classes as follows:

50,000,000 shares of common stock, par value \$.0001 per share; and
2,000,000 shares of preferred stock, par value \$.0001 per share.

The preferred stock may be created and issued from time to time in one or more series and with such designations, rights, preferences, conversion rights cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such preferred stock as may be adopted from time to time in the sole discretion by the Corporation's Board of Directors pursuant to the authority in this paragraph given.

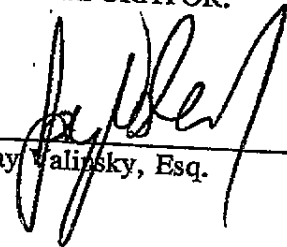
In accordance with Section 607.10025(7) of the Florida Business Corporation Act, upon the effectiveness of a combination, as such term in Section 607.10025(1) of such Act, the authorized shares of the classes or series affected by the combination shall not be reduced or otherwise affected by the percentage by which the issued shares of such class or series were reduced as a result of the combination.

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**ARTICLE SIX
INDEMNIFICATION**

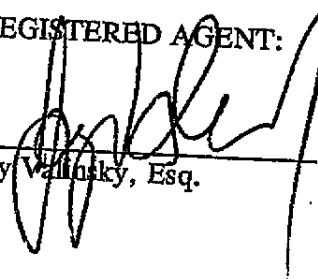
The Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

INCORPORATOR:


Jay Valinsky, Esq.

THE UNDERSIGNED, named as the registered agent in Article Three of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT:


Jay Valinsky, Esq.

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