

CORPORATION(S) NAME

CR2E031 (R8-85)

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ARTICLES OF INCORPORATION OF TELECOM YELLOW PAGES, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation is:

TELECOM YELLOW PAGES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

20801 Biscayne Boulevard, Suite 403 Aventura, Florida 33180

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in accordance with applicable Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one class of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is:

20801 Biscayne Boulevard, Suite 304 Aventura, Florida 33180 and the name of the initial registered agent of this corporation is: WILLIAM J. SEGAL, ESQ.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of directors may be increased or decreased from time to time as provided for in the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

MICHAEL A. LEDWITZ 20801 Biscayne Boulevard, Suite 403 Aventura, Florida 33180

MARTIN LEDWITZ 20801 Biscayne Boulevard, Suite 403 Aventura, Florida 33180

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing the Articles of this corporation are:

MICHAEL A. LEDWITZ 20801 Biscayne Boulevard, Suite 403 Aventura, Florida 33180

MARTIN LEDWITZ 20801 Biscayne Boulevard, Suite 403 Aventura, Florida 33180

ARTICLES IX - BY-LAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Laws.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this $\frac{i \gamma^{\gamma \gamma}}{2001}$ day of March, 2001.

MICHAEL A. LEDWITZ, Tricorporator

MARTIN LEDWITZ, Incorporator

STATE OF FLORIDA)

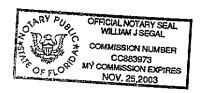
SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, personally appeared MICHAEL A. LEDWITZ, [AT] who is personally known to me, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this $\frac{14^{\nu}}{1}$ day of March, 2001.

NOTARY PUBLIC, State of Florida

My Commission expires:



STATE OF COUNTY OF FUITON) SS:
BEFORE ME, personally appeared MARTIN LEDWITZ, [who is personally known to me, or [] who produced as identification, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.
WITNESS my hand and official seal this B day of March, 2001.
NOTARY PUBLIC My Commission expires:
AUDREY M. JORDAN Notary Public, Fulton County, Georgia My Commission Expires June 15, 2001

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

WÍLLÍAM J/ SEGAL

Registered Agent