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A Division of

Accounting Bookkeeping & Consulting Discounted, Inc.

1821 Northeast 146 Street Miami, Florida 33181-1423 Telephone 305.919.9700 Facsimile 305.919.9760

June 27, 2001

Department of State Division of Corporations ATTN: New Incorporations 409 East Gaines Street Tallahassee, FL 32399

RE: DIAL A CALL PHONE CARD CORPORATION

Greetings:

Please find enclosed an original and one copy of the articles of incorporation for the above-named corporation together with \$78.75 for filing fees and one certified copy.

I would appreciate any efforts you may extend to expedite the filing of these articles.

Thank you so much for your time and consideration.

Sincerely,

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Robert D. Allman Accountant

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ARTICLES OF INCORPORATION FOR DIAL A CALL PHONE CARD CORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:
DIAL A CALL PHONE CARD CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 450 N.W. 134 Avenue, Suite 102, Pembroke Pines, Florida 33028.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Seven thousand five hundred shares (7,500).

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Robert Marotta

9161 S.W. 55 Street, Cooper City, Florida 33328.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Robert Marotta

9161 S.W. 55 Street, Cooper City, Florida 33328.

The undersigned has executed these Articles of Incorporation this 28th day of June, 2001.

Robert Marotta President

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- The name of the corporation is:
 DIAL A CALL PHONE CARD CORPORATION
- The name and address of the registered agent and office is: Robert Marotta
 9161 S.W. 55 Street, Cooper City, Florida 33328.

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SECRETARY OF STATE
TAIL AHASSEF FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Robert Marotta

Date