

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : ASAP ACCOUNTING & TAX CORPORATION
Account Number : I20000000203
Phone : (954) 965-9491
Fax Number : (954) 965-9492

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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

EPM TELECOM, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

Articles of Incorporation

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

ARTICLE I - Corporate Name

EPM TELECOM, INC.

ARTICLE II - Term of Existence

This corporation shall exist perpetually, unless dissolved according to Florida Law.

ARTICLE III - Nature of Business

This Corporation may engage or transact in any lawful activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at anyone time is: 1000 shares of common stock having \$1.00 par value per share. This corporation shall not commence operations until \$1,000.00 of common stock would have been paid.

ARTICLE V - Incorporators

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Jairo Bosch
7179 Pembroke Road
Pembroke Pines, FL 33023

ARTICLE VI - Initial Registered Agent and Address

The initial registered agent's name and office address is:

Jairo Bosch
7179 Pembroke Road
Pembroke Pines, FL 33023

ARTICLE VII - Principal Office Address

7352 Boysenberry Lane South
Jacksonville, FL 32244

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ARTICLE VIII - Shareholders

The name(s) and street address(es) of the initial shareholder(s) is (are):

Jeffrey D. Mattingly [100.00 %]
7352 Boysenberry Lane South
Jacksonville, FL 32244

ARTICLE IX - Officers

The name(s) and street address(es) of the initial officer(s) is (are):

Jeffrey D. Mattingly [P/V/T/S/D]
7352 Boysenberry Lane South
Jacksonville, FL 32244

ARTICLE X - Special Provision

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions, as are necessary will be taken by the appropriate officers to accomplish this compliance.

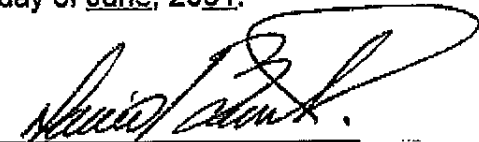
ARTICLE XI - Liquidation

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the Assets of the corporation shall be payable and distributed among the Board of Directors and Officers.

ARTICLE XII - Indemnification Agreement and Covenant NOT TO SUE

If a Director, or Officer of this Corporation is ever sued for those actions taken on behalf of the Corporation, these provisions require that the Corporation be held responsible as agreed upon by the Directors and Officers of the same.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 29th day of June, 2001.



Jairo Bosch
Incorporator

Certificate of Designation Registered Agent/Registered Office

Pursuant to the provisions of section 607.0501, 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.

1. The name of the corporation is:

EPM TELECOM, INC.


2. The name and address of the registered agent are:

Jairo Bosch
7179 Pembroke Road
Pembroke Pines, FL 33023

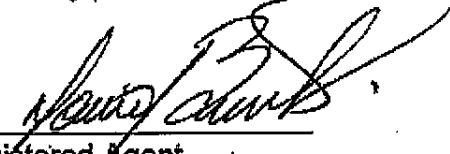
and the mailing address of this corporation is:

7352 Boysenberry Lane South
Jacksonville, FL 32244

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Signature: 
Title: Registered Agent
Date: June 29, 2001

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.

Signature: 
Title: Registered Agent
Date: June 29, 2001