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**ABCD ACCOUNTING**

Accounting Bookkeeping & Consulting Discounted, Inc.  
*America's Business Bookkeepers and Tax Specialists*

E-mail: Bob@ABCD-accounting.com

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Telephone (305) 919-9700  
Facsimile (305) 919-9760

1821 Northeast 146th Street  
Miami, Florida 33181-1423

November 20, 2001

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

100004691341--3  
-11/21/01--01075--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: AMERICAN TELECOM GROUP, INC.

Greetings:

Enclosed are one original and one copy of the articles of incorporation and registered agent designation for the above-named corporation together with the \$70.00 filing fees.

Any effort you might extend to process these articles as quickly as possible will be greatly appreciated.

Thank you so much for your time and consideration.

Sincerely,



Robert D. Allman  
Accountant

/ie

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**ARTICLES OF INCORPORATION  
FOR  
AMERICAN TELECOM GROUP, INC.**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

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:  
AMERICAN TELECOM GROUP, INC.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
1821 N.E. 146<sup>th</sup> Street, Miami, Florida 33181-1423.

**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 VI INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the initial registered agent is:

ROBERT ALLMAN  
1821 N.E. 146<sup>th</sup> Street, Miami, Florida 33181-1423.

**ARTICLE V INCORPORATOR**

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

ROBERT ALLMAN  
1821 N.E. 146<sup>th</sup> Street, Miami, Florida 33181-1423.

**ARTICLE VI INITIAL OFFICERS & DIRECTORS**

The names of the initial Officers & Directors of this corporation are:

President and Director:	Nicholas Ladas
Vice President and Director:	Robert Allman
Vice President and Director:	Richard Nye
Secretary and Treasurer:	Robert Allman

The undersigned has executed these Articles of Incorporation this 20<sup>th</sup> day of November, 2001.



Robert Allman, Secretary

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

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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 designing the registered office/registered agent, in the State of Florida.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is:  
AMERICAN TELECOM GROUP, INC.
2. The name and address of the registered agent and office is:  
ROBERT ALLMAN  
1821 N.E. 146<sup>th</sup> Street, Miami, Florida 33181-1423.

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 Allman

11/20/01  
Date