

**P02000049079**

**Florida Department of State  
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**To:**  
Division of Corporations  
Fax Number : (850) 205-0381

**From:**  
Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

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**02 MAY -3 AM 8:54**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**FLORIDA PROFIT CORPORATION OR P.A.**

**GISNET TELECOM, INC.**

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

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**ARTICLES OF INCORPORATION  
OF  
GISNET TELECOM, INC**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I NAME**

The name of the corporation is

**GISNET TELECOM, INC**

**ARTICLE II NATURE OF BUSINESS**

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

**ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

**ARTICLE IV. ADDRESS**

The initial street address of the principal office of this corporation is to be at 9730 NW 25 STREET, MIAMI, FLORIDA 33172.

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

**ARTICLE V - REGISTERED AGENT**

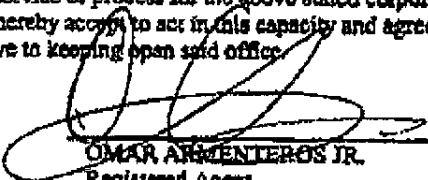
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That GISNET TELECOM, INC desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, has named OMAR ARMENTEROS JR. located at 9730 NW 25 STREET, MIAMI, FLORIDA 33172 as its agent to accept service of process within this State.

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#### ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
OMAR ARMENTEROS JR.  
Registered Agent

#### ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rated share thereof at the price at which it is offered to others.

#### ARTICLE VIII. 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 IX. DIRECTORS

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

The name and street address of the initial member of the Board of Directors are:

OMAR ARMENTEROS SR. Director	9730 NW 25 STREET MIAMI, FLORIDA 33172
MATTHEW MEHLER Director	9730 NW 25 STREET MIAMI, FLORIDA 33172

#### ARTICLE X OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

FELIX VELOSO President	9730 NW 25 STREET MIAMI, FLORIDA 33172
OMAR ARMENTEROS JR. Vice President	9730 NW 25 STREET MIAMI, FLORIDA 33172
AL VEGA Secretary	9730 NW 25 STREET MIAMI, FLORIDA 33172
MATTHEW MEHLER Treasurer	9730 NW 25 STREET MIAMI, FLORIDA 33172

#### ARTICLE XI INCORPORATOR

The name and street address of the incorporator in Articles of Incorporation are:

OMAR ARMENTEROS JR.	9730 NW 25 STREET MIAMI, FLORIDA 33172
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#### ARTICLE XII EFFECTIVE DATE

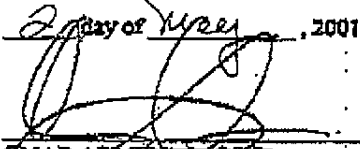
These Articles of Incorporation shall be effective on MAY 2, 2002

Date of execution and acknowledgment.

#### ARTICLE XIII AMENDMENT

These Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this:

2 May of May, 2001  
  
OMAR ARMENTEROS JR.

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