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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 : EMPIRE CORPORATE KIT COMPANY  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2002 AUG -8 AM 7:04

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FLORIDA PROFIT CORPORATION OR P.A.

VOIP BILLING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

of  
VOIP BILLING, INC

(name of corporation)

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:

VOIP BILLING, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1000) of NO PAR Dollar(s) (\$ 0) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>GEORGE G. LOVIN</u>		
ADDRESS	<u>100 BAY COLONY LANE</u>		
CITY	<u>FORT LAUDERDALE</u>	FLORIDA	ZIP <u>33308</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>VOIP BILLING, INC</u>		
ADDRESS	<u>100 BAY COLONY LANE</u>		
CITY	<u>FORT LAUDERDALE</u>	FLORIDA	ZIP <u>33308</u>

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>George Levin</u>		
ADDRESS	<u>100 Bay Colony Lane</u>		
CITY	STATE	ZIP	
<u>Fort Lauderdale</u>	<u>FL</u>	<u>33308</u>	
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

ARTICLE VI - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>George G. Levin</u>		
ADDRESS	<u>100 Bay Colony Lane</u>		
CITY	STATE	ZIP	
<u>Fort Lauderdale</u>	<u>FL</u>	<u>33308</u>	
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 7 day of August, 2002.

George G. Levin, Pres. (Seal)  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

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CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENT

2002 AUG -8 AM 7:04

CERTIFICATE OF REGISTERED AGENT  
OF

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

VOIP BILLING INC

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 100 BAY COLONY LANE  
FORT LAUDERDALE, FL 33308

has named GEORGE G. LEVIN  
located at the aforesaid address, as its Registered Agent to accept service of process within  
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated  
corporation at the place designated in this certificate, and being familiar with the obliga-  
tions of that position, I hereby accept to act in this capacity, and agree to comply with the  
provisions of Florida Law in keeping open said office.

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George G. Levin  
Registered Agent