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

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

FUN TO PHONE SOLUTIONS, INC.

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
FUN TO PHONE SOLUTIONS, INC.

Article II. Address

The Corporation's mailing address is:
FUN TO PHONE SOLUTIONS, INC.
12717 W. Sunrise Blvd.
Sunrise FL 33323

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Randall L. Sidlosca
999 Ponce de Leon Boulevard
Suite 550
Coral Gables FL 33134

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Doris Espinoza

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Randall L. Sidlosca | FL Bar Member 511609
Randall L. Sidlosca, P.A.
999 Ponce de Leon Boulevard
Suite 550
Coral Gables FL 33134
305-567-0024

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

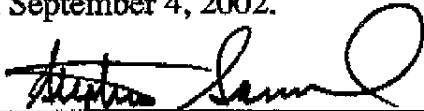
The name and address of the incorporator is:

Randall L. Sidlosca
Randall L. Sidlosca, P.A.
999 Ponce de Leon Boulevard
Suite 550
Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on September 4, 2002.

The undersigned incorporator executed these Articles of Incorporation on September 4, 2002.



RANDALL L. SIDLOSCA
by S. T. Samuel as attorney-in-fact

Randall L. Sidlosca | FL Bar Member 511609
Randall L. Sidlosca, P.A.
999 Ponce de Leon Boulevard
Suite 550
Coral Gables FL 33134
305-567-0024

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

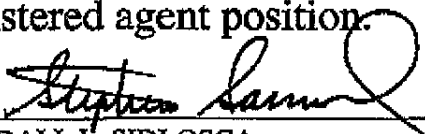
FUN TO PHONE SOLUTIONS, INC.

REGISTERED AGENT/OFFICE:

**Randall L. Sidlosca
999 Ponce de Leon Boulevard
Suite 550
Coral Gables FL 33134**

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



RANDALL L. SIDLOSCA
by S. T. Samuel as attorney-in-fact

Date: September 4, 2002

Randall L. Sidlosca | FL Bar Member 511609
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