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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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K/S

Kotzker/Shamy, PL

www.kotzker-shamy.com

November 4, 2002

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: The Articles of Organization Filing for Phone Biz, Inc.

Dear Sir or Madam:

Please find enclosed the Articles of Organization for **Phone Biz, Inc.** Please also find enclosed a check in the amount of **\$78.75** for the Corporate Filing, Certified Copy, and for the Designation of the Registered Agent.

If you have any other questions or concerns, please do not hesitate to contact me at your earliest convenience.

Very Truly Yours,

Daniel J. Shamy

DJS:dd
Enclosures

K/S

Kotzker/Shamy, PL

www.kotzker-shamy.com

Palm Aire Plaza • 2724 West Atlantic Blvd • Pompano Beach, Florida 33069 • (954) 956-7676 • Facsimile (954) 956-9995

ARTICLES OF INCORPORATION OF PHONE BIZ, INC.

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

ARTICLE I CORPORATE NAME

The name of the corporation is Phone Biz, Inc.

ARTICLE II PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation is 2080 NE 197 Terrace, North Miami Beach, Florida, 33179.

ARTICLE III CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Thousand 1,000 shares of common stock. The consideration paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV CERTIFICATES

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be as prescribed by Florida Law.

ARTICLE V MAILING ADDRESS

The initial mailing address of this corporation is 2080 NE 197 Terrace, North Miami Beach, Fl. 33179.

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**ARTICLE VI
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII
INDEMNIFICATION**

Every director, stockholder and officer, in consideration for their services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by their in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against them by reason of they being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

**ARTICLE VIII
INITIAL DIRECTORS**

The name and address of the initial Directors who shall hold office until his successor is elected and has qualified is:

Howard Zalkin

**2080 NE 197 Terrace
North Miami Beach, Fl. 33179**

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME

ADDRESS

Daniel J. Shamy

**Palm Aire Plaza
2724 West Atlantic Boulevard
Pompano Beach, Florida 33069**

**ARTICLE X
REGISTERED OFFICE & REGISTERED AGENT**

The street address of the corporation's initial registered agent is 2724 West Atlantic Boulevard, Pompano Beach, Florida 33069 and the name of the initial registered agent at that office is Daniel J. Shamy.

**ARTICLE XI
EFFECTIVE DATE**

The initial date of incorporation shall be effective on the date this document is filed with the Florida Department of State.

**ARTICLE XII
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by Florida Law.

Date: _____

11/4/02

Daniel J. Shamy

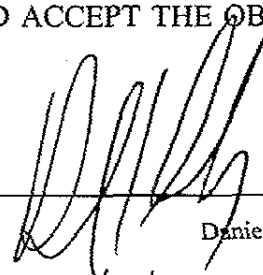
ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

IN COMPLIANCE WITH SECTION 607.0403, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST – PHONE BIZ, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT NORTH MIAMI BEACH, STATE OF FLORIDA, HAS NAMED DANIEL J. SHAMY, LOCATED AT 2724 WEST ATLANTIC BOULEVARD, POMPAÑO BEACH, FLORIDA, 33069, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE OBLIGATIONS OF THIS POSITION.

SIGNATURE: _____


Daniel J. Shamy

DATE: _____

11/4/02

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TALLAHASSEE, FLORIDA**