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FLORIDA PROFIT CORPORATION OR P.A.

GlobeTel Magic, Inc.

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**ARTICLES OF INCORPORATION
OF
GLOBETEL MAGIC, INC.**

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is GlobeTel Magic, Inc. Its principal office address and business mailing address is 444 Brickell Avenue, Suite 522, Miami, Florida 33131.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 2601 S. Bayshore Drive, Suite 1600, Miami, Florida 33133, and the initial registered agent of this Corporation at such office shall be Steven D. Ginsburg, Esq., who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of five members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The names and address of the directors constituting the initial Board of Directors are:

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Name

Address for all Directors

Mitchell Siegel

444 Brickell Avenue

Thomas Jimenez

Suite 522

Joseph Seroussi

Miami, Florida 33131

Przemek Kostro

Timothy Huff

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Name


Address

Steven D. Ginsburg, Esq.

2601 S. Bayshore Drive, Suite 1600

Miami, Florida 33133

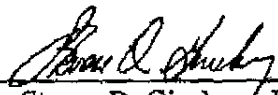
Dated: August 6, 2003

By: 
Steven D. Ginsburg, Esq.
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GlobeTel Magic, Inc., at the place designated in the Articles of Incorporation, Steven D. Ginsburg, Esq. agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: August 6, 2003

By: 
Steven D. Ginsburg, Esq.
Registered Agent