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(Requestor's Name)

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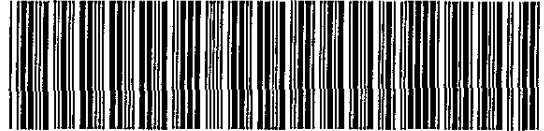
(Business Entity Name)

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10/13/03--01037--002 **78.75

FILED
03 OCT 13 AM 11:11
STATE
TALLAHASSEE, FLORIDA

ARNETTE CREELY DUNCANSON & SHEINFELD, LLP
CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS

1948 HARRISON STREET
HOLLYWOOD, FLORIDA 33020

TELEPHONE (954) 923-1090
FACSIMILE (954) 923-2785

October 10, 2003

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

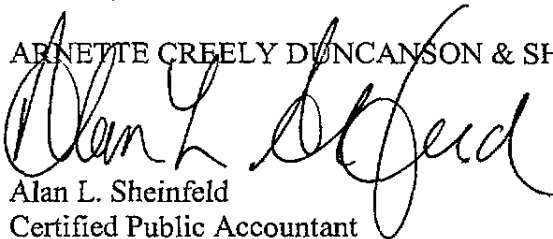
Re: RSL Communications, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation for the above referenced entity together with a check for **\$78.75** for the filing fee and certificate of status.

As the initial registered agent (LLP010001807) we are hereby submitting the above. Should you have any questions please contact the undersigned.

Sincerely

ARNETTE CREELY DUNCANSON & SHEINFELD, LLP



Alan L. Sheinfeld
Certified Public Accountant

ALS/ll
Enclosures

**ARTICLES OF INCORPORATION
OF**

**RSL Communications, Inc.
A Florida Profit Corporation**

(Pursuant to Chapter 607 and/or 621, Florida Statutes)

FILED
03 OCT 13 AM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person has signed this document for the purpose of forming a corporation under the laws of Florida and adopts the following Articles of Incorporation.

1. **Name.** The name of this corporation is **RSL Communications, Inc.**
2. **Purpose and Powers.** This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

This corporation shall have the broad general powers set forth in Chapter 607.0302, Florida Statutes.

3. **Authorized Shares.** The corporation shall have the authority to issue 1000 shares of common stock. The par value of the stock is \$1.00.

4. **Principal Office and Mailing Address of Corporation.** The principal place of business and mailing address of the corporation shall be:

Principal Place of Business:

1814 N.E. Miami Gardens Dr.
Suite 402
N. Miami Beach, FL 33179

Mailing Address:

1814 N.E. Miami Gardens Dr.
Suite 402
N. Miami Beach, FL 33179

5. **Initial Officers/Directors.** The initial Board of Directors shall consist of 1 person, who shall serve until the first annual meeting of the shareholders, and whose names and addresses are:

Leslie Rattet
18730 N.E. 19th Ave.
N. Miami Beach, FL 33179
President and Director

6. **Registered Agent.**

The name and Florida street address of the Registered Agent of the Corporation is:

Alan L. Sheinfeld
Arnette Creely Duncanson & Sheinfeld, LLP
1948 Harrison Street
Hollywood, FL 33020

7. **Incorporator.** The name and address of the incorporator is:

Leslie Rattet
18730 N.E. 19th Ave.
N. Miami Beach, FL 33179

8. **Effective Date.** These Articles are to be effective the date of filing.

IN WITNESS WHEREOF, the following incorporator has signed these Articles of Incorporation on:

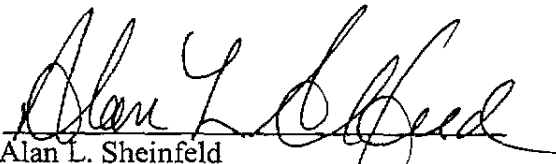
Date: 10/10/03


Leslie Rattet

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DATE: 10/10/03


Alan L. Sheinfeld
Arnette Creely Duncanson & Sheinfeld, LLP
1948 Harrison Street
Hollywood, FL 33020

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