

**Electronic Articles of Incorporation
For**

**P03000124247
FILED
November 03, 2003
Sec. Of State**

NETPHONE USA CORP

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

NETPHONE USA CORP

Article II

The principal place of business address:

444 BRICKELL AVE
SUITE 604
MIAMI, FL. 33131

The mailing address of the corporation is:

444 BRICKELL AVE
SUITE 604
MIAMI, FL. 33131

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

SANDRA XIMENA DIAZ HOYES
1508 BAY ROAD
APT # 1231
MIAMI BEACH, FL. 33139

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SANDRA XIMENA DIAZ HOYOS

Article VI

The name and address of the incorporator is:

SANDRA XIMENA DIAZ HOYOS
1508 BAY ROAD,
SUITE N-1231
MIAMI BEACH, FL , 33139

Incorporator Signature: SANDRA XIMENA DIAZ HOYOS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO
PATRICIA GOMEZ
355 BALTUS TROLE CIRCLE
ROSLYN, NY. 11576

Title: P
SANDRA X DIAZ HOYOS
1508 BAY ROAD, SUITE N-1231
MIAMI BEACH, FL. 33139

Title: VP
SANDRA L VALENCIA
1508 BAY ROAD, SUITE N-1231
MIAMI BEACH, FL. 33139

Title: VP
CAROLINA DIAZ HOYOS
1508 BAY ROAD, SUITE N-1231
MIAMI BEACH, FL. 33139

Article VIII

The effective date for this corporation shall be:

11/02/2003