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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : JAMES SCHWARTZ
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Phone : (727) 441-3334
Fax Number : (727) 441-9395

STATE OF FLORIDA
TALLAHASSEE

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FLORIDA PROFIT CORPORATION OR P.A.

Telecom Enterprises, Inc.

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12/3/03

12/1/2003

**ARTICLES OF INCORPORATION
OF
TELECOM ENTERPRISES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

Telecom Enterprises, Inc.

The principal place of business of this Corporation shall be:

6031 North Dale Mabry Ave.

Tampa, FL 33614

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ARTICLE II. NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have

outstanding at any one time is 1,000 shares of voting common stock having \$1 par value per share

ARTICLE IV. ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 6031 North Dale Mabry Ave., Tampa, FL 33614 and the name of the initial registered agent of the Corporation at that address is Douglas Heimbach who accepts the designation by his signature below and he states, "I am familiar with and accept the responsibilities as Registered Agent."

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

This Corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated by the Bylaws.

ARTICLE VIII. INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

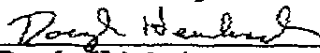
Douglas Heimbach
6031 North Dale Mabry Ave.
Tampa, FL 33614

NOV-21-2003 15:57 FROM: THE CELLULAR NETWORK 0138702322

TO: 7274419395

P.3

IN WITNESS WHEREOF, the undersigned authorized agent, has hereunto set his hand and seal on this 21st day of November, 2003.


Douglas Heimbach
Incorporation/Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

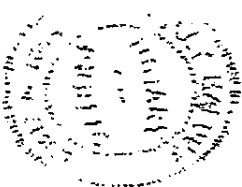
The foregoing instrument was acknowledged before me this 21st of November, 2003 by Douglas Heimbach is personally known to me or produced a Florida Driver's License as identification.

Commission # DD 203772
My Commission Expires:


NOTARY PUBLIC



Holly Shalay
My Commission 00203772
Expires July 01, 2007



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TALLAHASSEE FLORIDA