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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 205-0381

EFFECTIVE DATE
12-17-03

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Capital Telecom Services, Inc.

| | |
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| Certificate of Status | 1 |
| Certified Copy | 0 |
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Capital Telecom Services, Inc.

Article II. Address

The Corporation's mailing address is:
Capital Telecom Services, Inc.
842 Weedon Drive NE
St. Petersburg FL 33702

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TALLAHASSEE, FLORIDA

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Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Chester W. Ingalls
Ingalls Associates, P.A., CPAs
3495 Fifth Avenue North
St. Petersburg FL 33713

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Robert A. Schmitz
Robert W. Lee

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

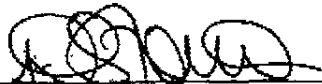
The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 17, 2003.

The undersigned incorporator executed these Articles of Incorporation on December 18, 2003.



CORPORATE CREATIONS INTERNATIONAL INC.
Franco E. Cammarata Vice President and Counsel
by D. Stoutt as attorney-in-fact

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Capital Telecom Services, Inc.

REGISTERED AGENT/OFFICE:

Chester W. Ingalls
Ingalls Associates, P.A., CPAs
3495 Fifth Avenue North
St. Petersburg FL 33713

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CHESTER W. INGALLS
by D. Stoutt as attorney-in-fact

Date: December 18, 2003

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