

**Electronic Articles of Incorporation
For**

P04000047455
FILED
March 16, 2004
Sec. Of State
TBURCH

TOTALCALL SYSTEMS USA, INC.

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:

TOTALCALL SYSTEMS USA, INC.

Article II

The principal place of business address:

1000 BRICKELL AVENUE
SUITE 420
MIAMI, FL. US 33131

The mailing address of the corporation is:

1000 BRICKELL AVENUE
SUITE 420
MIAMI, FL. US 33131

Article III

The purpose for which this corporation is organized is:

TELECOMMUNICATIONS SYSTEMS DISTRIBUTOR AND SERVICES

Article IV

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

100

Article V

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

LOUIS A SUPRASKI ESQ.
2450 NE MIAMI GARDENS DRIVE
SECOND FLOOR
NORTH MIAMI BEACH, FL. 33180

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

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Registered Agent Signature: LOUIS A. SUPRASKI, ESQ.

Article VI

The name and address of the incorporator is:

JOSE RODRIGUEZ
1000 BRICKELL AVENUE, SUITE 420
MIAMI, FL 33131

Incorporator Signature: JOSE RODRIGUEZ

Article VII

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

Title: P
JOSE RODRIGUEZ
1000 BRICKELL AVENUE, SUITE 420
MIAMI, FL. 33131 US

Title: VP
NOEL FINCHELTUB
1000 BRICKELL AVENUE, SUITE 420
MIAMI, FL. 33131 US

Title: S
ALFIO LANSAFAME
1000 BRICKELL AVENUE, SUITE 420
MIAMI, FL. 33131 US

Title: T
AITOR DE ROTAECHE
1000 BRICKELL AVENUE, SUITE 420
MIAMI, FL. 33131 US

Title: D
ALBERTO CASTILLO
1000 BRICKELL AVENUE, SUITE 420
MIAMI, FL. 33131 US

Title: D
WALTER FRIEDER
1000 BRICKELL AVENUE, SUITE 420
MIAMI, FL. 33131 US

Article VIII

The effective date for this corporation shall be:

03/16/2004