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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)634-3694  
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SECRETARY OF STATE  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**comtel networks, corp.**

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J. Shivers APR 18 2005

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## ARTICLES OF INCORPORATION

OF

COMTEL NETWORKS, CORP.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

### ARTICLE I

The name of this corporation shall be: COMTEL NETWORKS, CORP.

### ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

### ARTICLE III

The principal place of business of this corporation: 3907 TREE TOP DRIVE, WESTON, FLORIDA 33332

### ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

### ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is 100 shares common stock having an individual par value of \$ 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation

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## ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: CABANAS & ASSOCIATES, P.A., 10520 NW 26<sup>th</sup> STREET, SUITE C-201, MIAMI, FLORIDA 33172

## ARTICLE VII

The name and address of the officers and board of directors shall be:

### **PRESIDENT**

MAX A. GLUCKSMANN      3907 TREE TOP DRIVE, WESTON, FL 33332

### **VICE PRESIDENT**

EDUARDO D. SCHNAPP      3907 TREE TOP DRIVE, WESTON, FL 33332

## ARTICLE VIII

The name and address of the Incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.  
2444 NW 7<sup>TH</sup> PLACE  
MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 15<sup>th</sup> day of MARCH, 2005.

  
INCORPORATOR

Ray Stormont Signing for  
Empire Corporate Kit of America, Inc.

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

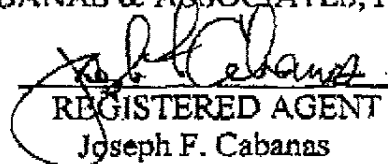
COMTEL NETWORKS, CORP.

(Name of Corporation)

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DIVISION OF CORPORATION  
05 APR 15 AM 8:07

HAVING BEEN NAMED AS REGISTERED AGENT AND TO  
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES  
OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS  
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I  
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL  
STATUTES RELATING TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND  
ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED  
AGENT.

CABANAS & ASSOCIATES, P.A.

  
REGISTERED AGENT  
Joseph F. Cabanas

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