

P 95000021448

Charter Number Only

3/1/95

RAMSAN PROFESSIONAL SERVICES

Requester's Name

5849 WEST FLAGLER STREET

Address

MIAMI FL 33144

City

State

Zip

Phone

261-3225A

REGISTRATION ONLY

800001431358
-03/16/95--01035--018
****122.50 ****122.50

CORPORATION(S) NAME

LA TELEFONICA COMMUNICATION CORP

FILED

03 MAR 15 1995

85496 Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30	<input type="checkbox"/> Mail Out
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

H. SIMS MAR 16 1995

ARTICLES OF INCORPORATION
OF

LA TELEFONICA COMMUNICATION, CORP.

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and under the statute of the State of Florida, providing for the information, rights, privileges, immunities and liabilities of incorporating for profit, it is:

ARTICLE I

The name of this Corporation shall be:

LA TELEFONICA COMMUNICATION, CORP.

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is SIXTY shares of common stocks, and which common stock shall be of no par value.

ORLANDO ARJONA, P.A.
4315 N. W. 7th St. Suite 39
MIAMI, FLORIDA 33126

FILED
MAY 16 1975
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

ARTICLE IV

The pledge, sales transfer or the other disposition of the capital stock may be governed and restricted by the by-laws or written agreement amongst the stockholders which shall be on file in the office of the corporation so named in Article VII herein. The By-laws may provide for cumulative voting by stockholders at all elections of the directors of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address and principal offices of the corporation in the state of Florida shall be 1939 N.W. 8TH STREET, MIAMI, FLORIDA 33135

The Board of Directors may at any time move the principal offices to any other address within the State of Florida.

The registered agent is: CARLOS HERRERA

Address: 1939 S.W. 8 STREET, MIAMI, FLORIDA 33135

ARTICLE VIII

The business of the corporation shall be managed by a Board of directors consisting of not less than one (1) nor more than five (5) directors. A quorum for the holding of a meeting of the Board of directors, and for the transfer of any business property carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

ARTICLE IX

The name and post office address of the members of the first Board of Directors and state of corporate officers are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
CARLOS HERRERA	President/	1939 S.W. 8TH STREET MIAMI, FLORIDA 33135
CARLOS HERRERA	Vice President/	1939 S.W. 8TH STREET MIAMI, FLORIDA 33135
CARLOS HERRERA	Secretary	1939 S.W. 8TH STREET MIAMI, FLORIDA 33135
CARLOS HERRERA	Treasurer	1939 S.W. 8TH STREET MIAMI, FLORIDA 33135

ARTICLE X

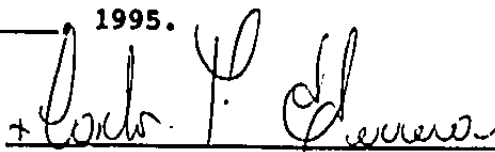
The names and post office address of the subscribers of the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CASH VALUES</u>
CARLOS HERRERA	1939 S.W. 8TH ST. MIAMI, FL. 33135	60/NO PAR VALUE	NOT LESS THAN \$500.00

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under *1244 of the Internal Revenue Code in order for the stock holders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this
15th day of MARCH 1995.



CARLOS HERRERA


STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to take acknowledgments and administer oaths in the State of Florida, CARLOS HERRERA, known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the

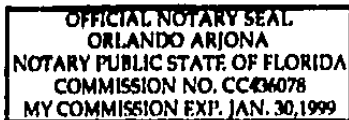
same freely and voluntarily for the purpose therein expressed.

WITNESS: My hand and official seal this 15th day of MARCH
1995, at Miami, County of Dade, state of Florida.



NOTARY PUBLIC, at Large

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process within this state, naming agent upon whom process may be served and names and addresses of the officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes: LA TELEFONICA COMMUNICATIONS, CORP., a domestic corporation organized (or Organizing) under the laws of the State of Florida with its principal office at 1939 S.W. 8 STREET _____ in the city of MIAMI _____, county of DADE _____, the state of FLORIDA, has named CARLOS HERRERA located at 1939 S.W. 8TH STREET, MIAMI, FLORIDA 33135 _____ as its agent to accept service of process within this state.

OFFICERS:

CARLOS HERRERA	President/Secretary
CARLOS HERRERA	Vice President/Treasurer

DIRECTORS:

CARLOS HERRERA

BY: _____

CARLOS HERRERA

ACCEPTANCE:

I agree as registered Agent to accept Service of Process: to keep office the office open during prescribed hours; to post my name (and any other officer of said Professional Association authorized to accept service of process at the above foregoing Florida designated address) In some conspicuous place in office as required by law.



CARLOS HERRERA, Registered Agent

FILED
95 MAR 16 PM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA