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Adam R. Schiffman, P.A.

ATTORNEY AT LAW

CONCORDE CENTRE II - SUITE 200

2000 NORTHEAST 101 STREET

AVENTURA, FLORIDA 33180

DADE (305) 682-1328

FAX (305) 682-0063

ADAM R. SCHIFFMAN

ISRAEL COHEN, OF COUNSEL  
ALSO ADMITTED IN NY

NEW WORLD TOWER - SUITE 601  
100 N. BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33132

PLEASE REPLY TO:  
NORTH MIAMI BEACH OFFICE

March 13, 1995

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

EFFECTIVE DATE  
3-14-95

800001430819  
-03/15/95--01107--015  
\*\*\*122.50 \*\*\*122.50

RE: TEL-A SWITCH CORPORATION

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation of TEL-A SWITCH CORPORATION.

Enclosed also is our check in the amount of \$122.50 which covers the fee for filing and a certified copy. Please return the certified copy of the Articles as soon as possible.

Your early attention to this matter will be appreciated.

Very truly yours,



ADAM R. SCHIFFMAN

ARS:gm  
Encls.

FILED  
1995 MAR 15 PM 2 38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P. CHEUGER MAR 16 1995

**ARTICLES OF INCORPORATION  
OF  
TEL-A SWITCH CORPORATION**

EFFECTIVE DATE  
3-14-95

**ARTICLE I**

**NAME**

The name of the corporation shall be: **TEL-A SWITCH CORPORATION**

**ARTICLE II**

**DURATION**

The corporation shall commence its existence on March 14, 1995, and shall exist perpetually unless sooner dissolved according to law.

**ARTICLE III**

**PURPOSE**

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 3121 Commodore Plaza, Suite 303, Miami, Florida 33133, and the initial registered agent of this corporation at that address is Albert I. Goodman.

**FILED**  
**1995 MAR 15 PM 2:38**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE VI**

**INCORPORATOR**

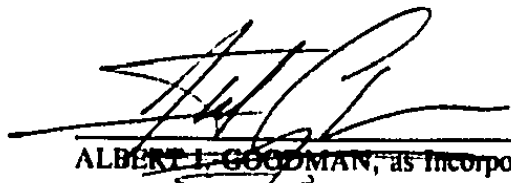
The name and address of the person signing these Articles is Albert I. Goodman, 3121  
Commodore Plaza, Suite 303, Miami, Florida 33133.

**ARTICLE VII**

**INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or  
Director, to the full extent permitted by law.

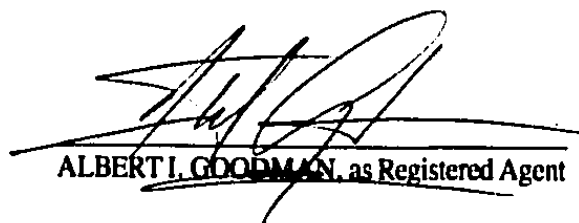
**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation  
this 10th day of March, 1995.

  
ALBERT I. GOODMAN, as Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE  
ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN  
THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE  
DISCHARGE OF HIS DUTIES.

Dated this 10th day of March, 1995.

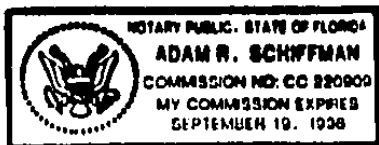
  
ALBERT I. GOODMAN, as Registered Agent

STATE OF FLORIDA     )  
                              ) SS.  
COUNTY OF DADE     )

**BEFORE ME**, a Notary Public authorized in County and State set forth above, personally appeared Albert I. Goodman, known to me and known to be the person who, as Incorporator and Registered Agent, executed the foregoing Articles of Incorporation of TEL-A SWITCH CORPORATION, a Florida corporation, and he acknowledged before me that he executed same.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 10<sup>th</sup> day of March, 1995.

My Commission Expires:



A handwritten signature in dark ink, appearing to read "Adam R. Schiffman", written over a horizontal line.

NOTARY PUBLIC  
State of Florida at Large  
Print Name:

FILED  
1995 MAR 15 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA