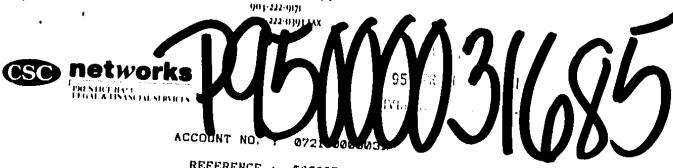
1201 HAYS STREET TAHAHASSLE, FL 32301

800-142-8086



REFERENCE : 582805 151679A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : April 20, 1995

ORDER TIME : 12:29 PM

000001462710

ORDER NO. : 582805

CUSTOMER NO:

151679A

CUSTOMER: Mr. Steven L. Hirsch MR. STEVEN L. HIRSCH

6303 Powerline Road, Bay #6

Fort Lauderdale, FL 33309

DOMESTIC FILING

NAME: HI-TEL GROUP INC.

APR 21 AN 10:57

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAMASSUE, FLORIDA

ARTICLES OF INCORPORATION

OF

HI-TEL GROUP INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: HI-TEL GROUP INC.

The address of the principal office of this corporation shall be 6303 Powerline Road, Bay #6, Ft. Lauderdale, Florida 33309, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Steven L. Hirsch Dir.

6303 Powerline Road, Bay 6 Ft. Lauderdale, Florida 33309

Jay 2. Teitelbaum Same Dir.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on April 21, 1995.

Incorporator
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Gail Shelby

Authorized Service Representative Corporation Service Company

DBC/cmh

P9500031 685 (Address) OFFICE USE ONLY

300001488829 -05/16/95--01093--029 *****35.00 *****35.00

Examiner's Initials

CORPORATION NAME(S) & DOCUMENT NUMBER(S) ((Cknown)

Trademark

Other

CR2E031(10/92)

(Phone #)

(City, State, Zip)

1. (Corporation Name) 2. (Corporation Name) 3. (Corporation Name) 4. (Corporation Name) Walk in Pick up time		{Document #}							
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					NEW FILINGS	AMENDMENTS			
					Profit	Amendment			
NonProfit	Resignation of R.A., Officer	/Director							
Limited Liability	Change of Registered Agent			_					
Domestication	Dissolution/Withdrawal			3,					
Other	Merger			7160					
OTHER FILINGS	REGISTRATION/			016					
Annual Report	QUALIFICATION Foreign		\cap	7/ / M					
Fictitious Name	Limited Partnership		10,	N V					
Name Reservation	Reinstatement		3	0/17					
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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes,

the undersigned corporation organized under the laws of the State of ILUBIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida. 1a. The name of the corporation is: HI-TEL GROUP 1b. The mailing address of the corporation is : $\underline{-6303}$ Document number: P9500003 1c. Date of incorporation: 2. The name and address of the current registered agent and office: registered agent and office:(P.O. Box Not Addept 3. The name and address of the ಼ KdEA The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical. Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board. (Signature of an officer, chairman or vice chairman of the board)

Having been named as registered agent and to accept service of process for the above stated corporation, Therebyacu, at the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

AUM - CHAIN

(Signature of Registered Agent)

(Printed or typed name and title)

(Date)