

P95000050357

Date 6/13/95

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100001523491
-06/26/95--01096--013
*****70.00 *****70.00

Re: BELL-COM COMMUNICATIONS, NORTH Inc.
(name of corporation)

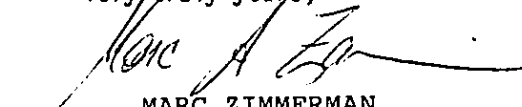
Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

JUN 28 1995 BSB

Very truly yours,


MARC ZIMMERMAN
(individual's name)

BELL COM COMMUNICATIONS, NORTH, INC.
(name of corporation)

Mailing address of corporation

3909 N.E. 163rd St #305

NORTH MIAMI BEACH, FL 33160

Phone: (305) 940-8455

FILED
95 JUN 26 AM 10:50
TALLAHASSEE, FL
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

of

BELL-COM COMMUNICATIONS NORTH, INC

(name of corporation)

FILED

95 JUN 25 AM 10:50

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BELL-COM COMMUNICATIONS NORTH, INC.

3909 N.E. 163rd St #305

N.M.B., FL 33160

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1,000) of one Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

MARC ZIMMERMAN		
NAME	BELL-COM COMMUNICATIONS, INC.	
ADDRESS	3909 N.E. 163 St #305	
CITY	North Miami Beach	FLORIDA ZIP 33160

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Marc Zimmerman		
ADDRESS	290-174th St Apt. #814		
CITY	North Miami Beach	STATE FL	ZIP 33160
NAME	Victoria Zimmerman		
ADDRESS	347 B Ives Dairy Road		
CITY	Miami	STATE FL	ZIP 33179
NAME	Philip Berger		
ADDRESS	9700 N.W. 82 St		
CITY	Tamarac	STATE FL	ZIP 33321

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME	MARC ZIMMERMAN XXXXXXXXXXXXXXXXXXXXXXXXXXXX		
ADDRESS	3909 N.E. 163 St #305		
CITY	North Miami Beach	STATE	FL ZIP 33160
NAME	Philip Berger		
ADDRESS	9700 N.W. 82 St		
CITY	Tamarac	STATE	FL ZIP 33321
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 13 day of June, 1995.

Marc A Zimmerman (Seal)
Philip E Berger (Seal)
 (Seal)

STATE OF FLORIDA)
COUNTY OF DADE) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Marc Zimmerman

Philip Berger

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this _____ day of 13th June, 1995.

(Notary Seal)

Carmela LaFauci
(Notary Public, State of Florida at Large)

My Commission expires: 10/7/95

Carmela LaFauci
STATE OF FLORIDA
Notary Public My Comm Exp 10/7/95
BONDED

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED
95 JUN 26 AM 10:50
TALLAHASSEE, FLORIDA

Bell-Com Communications North, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3909 N.E. 163 St #305

North Miami Beach, Fl 33160

MARC ZIMMERMAN
has named BELL-COM COMMUNICATIONS, INC.

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at
the place designated in this certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of Florida Law in keeping open said office.

Marc Zimmerman
(registered agent)
Marc Zimmerman, President
Bell-Com Communications, Inc.

OCT-25-95 WED 14:12

GUNSTER YOAKLEY & STEWAR

FAX NO. 8323563

P. 02

P95000050357

10/25/95

FLORIDA DIVISION OF CORPORATIONS

2:00 PM

PUBLIC ACCESS SYSTEM

((H95000011966)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: GUNSTER, YOAKLEY &

STEWART, P.A.

DEPARTMENT OF STATE

777 S FLAGLER DR

STATE OF FLORIDA

PHILLIPS POINT SUITE

500E

409 EAST GAINES STREET

WEST PALM BEACH FL

33401-6194

TALLAHASSEE, FL 32399

CONTACT: SHERI J MILLER

FAX: (904) 922-4000

PHONE: (407) 650-0658

FAX: (407) 659-3652

((H95000011966)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: BELL-COM COMMUNICATIONS NORTH, INC.

FAX AUDIT NUMBER: H95000011966

CURRENT STATUS: REQUESTED

DATE REQUESTED: 10/25/1995

TIME REQUESTED: 14:00:21

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 1

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** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

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1995 OCT 25 PM 3:40
TALLAHASSEE, FLORIDA

*name change
LTS*

DIVISION OF CORPORATIONS

95 OCT 25 PM 2:41

RECEIVED

OCT-25-95 WED 14:11

GUNSTER YOAKLEY & STEWAR

FAX NO. 8323583

P. 01

GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, PA.

ATTORNEYS AT LAW
PHILLIPS POINT, SUITE 500 EAST
777 SOUTH FLAGLER DRIVE
WEST PALM BEACH, FLORIDA 33401-6194
P.O. BOX 4587
WEST PALM BEACH, FLORIDA 33402-4587

TELEPHONE (407) 655-1980
FAX (407) 655-5677

OTHER OFFICES IN:
STUART, FL (407) 288-1980
FORT LAUDERDALE, FL (305) 462-2000

FAX TRANSMITTAL FORM

DATE: October 25, 1995
TO: FL Division of Corporations
FIRM: Department of State
CITY, STATE: Tallahassee, FL
FAX #: 904-922-4000
PHONE #: 904-487-6926
FROM: Rose Carbone, Legal Assistant Ext: 726
ORIGINALS TO FOLLOW: No

FILED
1995 OCT 25 PM 3:40
TALLAHASSEE, FLORIDA

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CLIENT/MATTER#: 15351.09000

H950000119 66

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BELL-COM COMMUNICATIONS NORTH, INC.

FILED
1995 OCT 25 PM 3:40
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, BELL-COM COMMUNICATIONS NORTH, INC., a Florida corporation, hereby amends its Articles of Incorporation as follows:

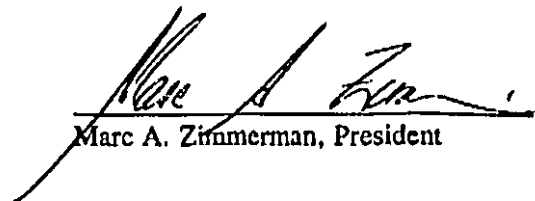
Article I is hereby amended to read in its entirety:

"ARTICLE I - CORPORATE NAME

The name of the corporation is ComTel Communications Global Network North, Inc."

This Amendment was approved by the sole director and sole shareholder by written consent on October 25, 1995 in accordance with Section 607.1006, Florida Statutes.

Dated: October 25, 1995


Marc A. Zimmerman, President

163494

Osvaldo F. Torres, Esq.
FL Bar No. 0746150
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
777 South Flagler Drive, Suite 500E
West Palm Beach, FL 33401
(407) 655-1980

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