

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM

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TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET TALLAHASSEE, FL 32399

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FLORIDA PROFIT CORPORATION OR P.A.

NAME: AMERICAN PHONE ELECTRONICS AND LEASING INC.

FAX AUDIT NUMBER: H95000007A96

DATE REQUESTED: 07/17/1995

CERTIFIED COPIES: 0

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FROM: CORPORATE CREATIONS ENTERPRISES, INC

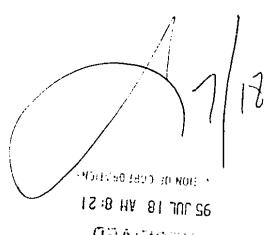
CERTIFICATE OF STATUS: 1

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Articles of Incorporation of American Phone Electronics and Leasing Inc.

Article I. Name

The name of this Florida corporation is:

American Phone Electronics and Leasing Inc.

Article II. Address

The mailing address of the Corporation is:

American Phone Electronics and Leasing Inc. 4400 PGA Blvd, Suite 304
Palm Beach Gardens FL 33410

95 JUL 18 AH 9: 58 SECRETARY OF STATE TALLAHASSEE, FLORID

Article III, Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Corporate Creations International Inc. 4521 PGA Boulevard • Suite 211 Palm Beach Gardens FL 33418-3967 (407) 694-8107

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Ann Kendall

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc. 4521 PGA Boulevard • Suite 211 Palm Beach Gardens FL 33418-3967

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of July 18, 1995

The authorized representative of the incorporator executed these Articles of Incorporation on July 18, 1995

Corporate Creations International Inc.

Frank A. Rodriguez, President

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CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTTRED OFFICE

CORPORATION:

American Phone Electronics and Leasing Inc.

REGISTERED AGENT:

Corporate Creations Enterprises, Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens FL 33413.

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SECRETARY OF STATIALLAHASSEE, FLORE

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with an accept the obligations of the registered agent position.

Corporate Creations Enterprises, Inc.

y: The Dadison De

Date: July 18, 1995

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