

9500059264

Date 7/11/95

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*****70.00 *****70.00

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

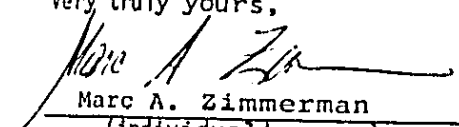
Re: Bell-Com Global Inc.
(name of corporation)

Gentlemen:

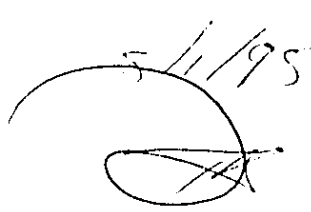
Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00

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.

Very truly yours,


Marc A. Zimmerman
(individual's name)

Bell-Com Global, Inc.
(name of corporation)


Mailing address of corporation
3909 N.E. 163 St #305

North Miami Beach, FL 33160

Phone: (305) 940-8455

ARTICLES OF INCORPORATION

of
Bell-Com Global, Inc.

(name of corporation)

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 Global, Inc.

3909 N.E. 163 St #305

N. Miami Bch, 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:

NAME	Marc A. Zimmerman-Bell-Com Communications North, 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 four (4) 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 A. Zimmerman		
ADDRESS	290 N.E. 174th St. #814		
CITY	North Miami Beach	STATE FL	ZIP 33160
NAME	Victoria Zimmerman		
ADDRESS	347B Ives Dairy Road		
CITY	Miami	STATE FL	ZIP 33179
NAME	Preston Hunt		
ADDRESS	19380 Collins Ave #1016		
CITY	Miami Beach	STATE FL	ZIP 33160

ARTICLE VII - INCORPORATORS

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

NAME	Bell-Com Communications North, Inc. - Marc Zimmerman, President		
ADDRESS	3909 N.E. 163 St #305		
CITY	North Miami Beach	STATE	FL ZIP 33160
NAME	Preston Hunt		
ADDRESS	19380 Collins Ave #1016		
CITY	Miami Beach	STATE	FL ZIP 33160
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 11 day of July, 1995.

Marc A. Zimmerman (Seal)
Preston Hunt (Seal)
 11 DAY 11 560 540 20 4130 01/21/95
 11 DAY 11 560 540 20 4130 01/21/95

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 A. Zimmerman

Preston Hunt

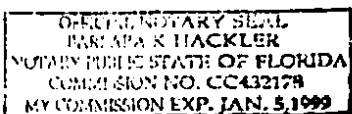
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that _____ executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 17th day of July, 1995.

(Notary Seal)

Barbara J. Hackler
 (Notary Public, State of Florida at Large)

My Commission expires: Jan 25, 1996



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

Bell-Com Global, 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 Street #305
North Miami Beach, FL 33160

has named Marc A. Zimmerman
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.


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

OCT 25-95 WED 13:36

GUNSTER YOKLEY & STEWAR

FAX NO. 8323563

P.02

P95000059264

10/25/95
1:00 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: GUNSTER, YOKLEY & STEWART,
P.A.

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
33401-6194
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

777 S FLAGLER DR
PHILLIPS POINT SUITE 500E
WEST PALM BEACH FL

CONTACT: SHERI J MILLER
PHONE: (407) 650-0658
FAX: (407) 659-3652

(((H95000011955))) DOCUMENT TYPE: BASIC AMENDMENT

NAME: BELL-COM GLOBAL, INC.

FAX AUDIT NUMBER: H95000011955

CURRENT STATUS: REQUESTED

DATE REQUESTED: 10/25/1995

TIME REQUESTED: 12:40:58

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 1

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$35.00

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10/25/95 171104

NO. 946 P001/003

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

ATTORNEYS AT LAW
PHILIPS 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

NO. OF PAGES TRANSMITTED (INCLUDING THIS COVER PAGE) 3
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CLIENT/MATTER#: 15351.09000

BY 10/26/95

17104

NO. 946

0002/0003



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 26, 1995

BELL-COM GLOBAL, INC.
3909 NE 163RD STREET STE. 305
NO. MIAMI BEACH, FL 33160

SUBJECT: BELL-COM GLOBAL, INC.
REF: P95000059264

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please fill in the date of adoption by the shareholders.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

FAX Aut. #: H95000011955
Letter Number: 195A00048116

RECEIVED

NOV 8 1995

Division of Corporations - P.O. BOX 6327, Tallahassee, Florida 32314

H95000011955

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BELL-COM GLOBAL, P.C.

Pursuant to the provisions of section 607.1006, Florida Statutes, BELL-COM GLOBAL, 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 Global Network, 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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