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LAW OFFICES OF
PAUL M. ZISHOLTZ
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2101 CORPORATE BOULEVARD, SUITE 315
BOCA RATON, FLORIDA 33431

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PAUL M. ZISHOLTZ

August 24, 1995

5 AUG 23 PM 5:14
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
MEMBER OF FLORIDA &
NEW JERSEY BARS

Secretary of State
Department of State Corporation
Division
Post Office Box 6327
Tallahassee, Florida 32314

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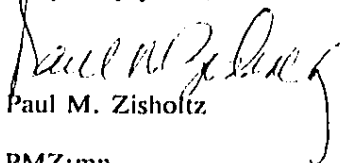
Re: Wholesale Long Distance, Inc.

Dear Sirs:

Enclosed please find Articles of Incorporation for Wholesale Long Distance, Inc., along with a check in the amount of One Hundred Twenty Two and Fifty/100 (\$122.50) Dollars for filing fees.

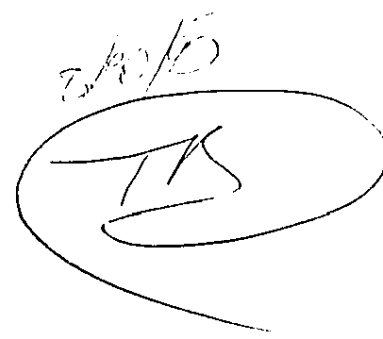
Thank you for your assistance.

Very truly yours,


Paul M. Zisholtz

PMZ:mn

Enclosures

2/10/95


**ARTICLES OF INCORPORATION
WHOLESALE LONG DISTANCE, INC.**

RECEIVED
SECRETARY OF STATE
JAN 23 1968
TALLAHASSEE, FLA.

WE, THE UNDERSIGNED, being desirous of associating ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida, do hereby, subscribe and acknowledge this Certificate of Incorporation, pursuant to Chapter 607 Florida Statutes, 1957, and other applicable provisions of the Corporation Law of the State of Florida, and acts amendatory thereof and supplemental thereto.

FIRST: The name of the corporation is **WHOLESALE LONG DISTANCE, INC.**

SECOND: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporate laws of the State of Florida.

THIRD: The maximum number of shares which may be issued by the corporation is one thousand (1,000) shares with a par value of one dollar (\$1.00) per share.

FOURTH: The corporation is to have perpetual existence.

FIFTH: The post office address of the principle office of the corporation shall be:

**20859 Via Valencia Drive
Boca Raton, Florida 33433**

and the name and address of the registered agent of the corporation is:

**Richard Fagin
20859 Via Valencia Drive
Boca Raton, Florida 33433**

SIXTH: The Initial Board of Directors shall consist of 1 member(s). The number of Directors may be increased or decreased from time to time by vote of the stockholders.

SEVENTH: The names and post office addresses of the first Board of Directors, who subject to the provisions of this Certificate of Incorporation, the By-Laws and the Laws of Florida, shall hold office for the first year of this corporation's existence, or until their successors are elected and have qualified, are as follows:

**Richard Fagin
20859 Via Valencia Drive
Boca Raton, Florida 33433**

EIGHTH: name and address of each of the subscribers to this Certificate of Incorporation are as follows:

Richard Fagin
20859 Via Valencia Drive
Boca Raton, Florida 33433

IN WITNESS WHEREOF, the undersigned have this 4 day of Aug., 1995, made and subscribed this Certificate of Incorporation, **WHOLESALE LONG DISTANCE, INC.** at Boca Raton, Florida, for the uses and purposes aforesaid.

Richard Fagin
INCORPORATOR

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

The foregoing Certificate of Incorporation of **WHOLESALE LONG DISTANCE, INC.** was acknowledged before me this 4 day of AUG, 1995, by as Incorporator who is ☒ personally known to me or ☐ who produced as identification



OFFICIAL SEAL
PAUL M. ZISHOLTZ
My Commission Expires
Jan. 16, 1997
Comm. No. CC 250345

Paul M. Zisholtz
NOTARY PUBLIC

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **WHOLESALE LONG DISTANCE, INC.** at the place designated in the Certificate of Incorporation, **RICHARD FAGIN**, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 8/4/95

Richard Fagin
RICHARD FAGIN