

P95000071427

Jennifer Lerman
4111 Stirling Road, Suite 207
Fort Lauderdale, Florida 33314

September 1, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400001588054
-09/13/95--01050--001
****132.50 ****132.50

RE: Filing of Articles of Incorporation of Intercall Communications,
Inc.

Dear Sir/Madam:

Enclosed herewith is one (1) original of the Articles of
Incorporation and one (1) copy. I also enclosed a check
made payable to "Department of State" for \$132.50 to cover
the cost of said filing fee, Registered Agent and for a
Certified copy.

Your assistance in this matter is appreciated.

Sincerely,

Jennifer Lerman
Jennifer Lerman

SEP 15 1995

BSH

FILED
95 SEP 13 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
INTERCALL COMMUNICATIONS, INC.

FILED
95 SEP 13 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be: INTERCALL COMMUNICATIONS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 4111 Stirling Road, Suite 207, Fort Lauderdale, Florida 33314.

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any time is: One Million (1,000,000) shares of no par value common stock.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial Registered Agent is: Jennifer Lerman, 4111 Stirling Road, Suite 207, Fort Lauderdale, Florida 33314.

ARTICLE V

INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation for Intercall Communications, Inc. is: Jennifer Lerman, 4111 Stirling Road, Suite 207, Fort Lauderdale, Florida 33314.

The undersigned Incorporator has executed these Articles of Incorporation this 1st day of September, 1995.

Jennifer Lerman
Jennifer Lerman
Incorporator

CERTIFICATE OF DESIGNATION OF
INTERCALL COMMUNICATIONS, INC.
REGISTERED AGENT/REGISTERED OFFICE

FILED

95 SEP 13 PM 1:20

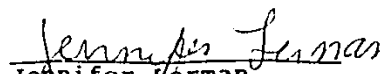
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: INTERCALL COMMUNICATIONS, INC.
2. The name and address of the Registered Agent and office is:

Jennifer Lerman
4111 Stirling Road, Suite 207
Fort Lauderdale, Florida 33314

Having been named as Registered Agent and to accept service of process for Intercall Communications, Inc. at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes, relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Jennifer Lerman
Registered Agent

Dated: September 1, 1995