

P96000012943

February 5, 1996

Division of Corporations
P.O. BOX 6327
Tallahassee, FL 32314

Dear Sirs,

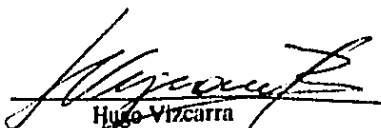
Please find enclosed the Articles of Incorporation of Alliance Telecom Services, Inc. The name has been previously checked with you early in the morning of February 5, 1996. The check # 217 for the amount of \$ 122.50 payable to the Secretary of State is enclosed.

Please process and return to:

Hugo Vizcarra
9212 SW 78 PL
Miami, FL 33156

900001709589
-02/07/96--01075--007
****122.50 ****122.50

Thank you for your cooperation,


Hugo Vizcarra

FILED
66 FEB -7 AM 9:53
TALLAHASSEE, FLORIDA

SN FEB 12 1996

**ARTICLES OF INCORPORATION
OF
ALLIANCE TELECOM SERVICES, INC.**

FILED
96 FEB -7 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

Alliance Telecom Services, Inc.

ARTICLE II. NATURE OF BUSINESS

The corporation shall have the unlimited power to engage in any activity or business permitted under the Laws of the United States of America and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation shall have the authority to issue is 100 (Shares), shares of Common Stock having a par value of, non-par, each.

ARTICLE IV. TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial address of this Corporation in the State of Florida is:

9212 SW 78 PL MIAMI, FLORIDA 33156

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

The Corporation shall have not less than one (1) nor more than seven (7) Directors.

ARTICLE VII. INITIAL DIRECTORS

The name and addresses of the members of the first Board of Directors are:

NAME	ADDRESS
Hugo Vizcarra	9212 SW 78 PL Miami, FL 33156
David Guerra	6135 SW 129 PL #1907 Miami, FL 33183

ARTICLE VIII. INCORPORATORS/REGISTERED AGENT

The name and addresses of the Incorporators/Registered Agent to these Articles of Incorporation are:

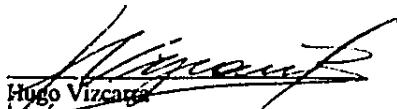
NAME	ADDRESS		
Hugo Vizcarra	9212 SW 78 PL Miami, FL 33156	President/Treasure	66 shares
David Guerra	6135 SW 129 PL #1907 Miami, FL 33183	Vice-President/Secretary	34 shares

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto said their hands and seals this 5th. day of February 1996.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation


Hugo Vizcarra
President


David Guerra
Vice-president

FILED
96 FEB - 7 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA