

CRANDELL ACCOUNTING SERVICES, INC.
120 EAST OAKLAND PARK BOULEVARD
SUITE 107
FORT LAUDERDALE, FLORIDA 33314
TELEPHONE (305) 565-9903

RONALD G. CRANDELL
BUSINESS CONSULTANT

ACCOUNTING, TAX AND
BUSINESS CONSULTANTS

P960000029259

March 27, 1996

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

500001761665
-03/28/96--01100--002
****122.50 ****122.50

SUBJECT: CTI TELECOMMUNICATIONS GROUP, INC.

Enclosed are an original and one (1) copy of the Articles of
Incorporation and a check for \$122.50.

FROM: CRANDELL ACCOUNTING SERVICES, INC.
Attention: P. A. Beyer
120 E. Oakland Park Blvd., Suite 107
Ft. Lauderdale, FL 33334-1106
(954) 565-9903

FILED
DIVISION OF CORPORATIONS
96 MAR 23 AM 11:01

ag 4/4/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

96 MAR 23 AM 11:01

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

ARTICLE I NAME

The name of the corporation shall be:

CTI TELECOMMUNICATIONS GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1318 SE 17th Street
Fort Lauderdale, FL 33316

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent are:

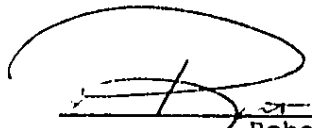
Robert Upchurch
1318 SE 17th Street
Fort Lauderdale, FL 33316

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation are:

- Robert Upchurch
1318 SE 17th Street
Fort Lauderdale, FL 33316

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 27 day of March, 1996.



Robert Upchurch

FILED
SECRETARY OF STATE
STATE OF FLORIDA CORPORATIONS

96 MAR 23 AM 11:01

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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:

CPI TELECOMMUNICATIONS GROUP, INC.

2. The name and address of the registered agent and office are:

Robert Upchurch
1318 SE 17th Street
Fort Lauderdale, FL 33316

Having been named as registered agent and to accept service of process for the above stated corporation 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.


Robert Upchurch

3/22/96
(DATE)

CRANDELL AND ASSOCIATES, INC.
120 EAST OAKLAND PARK BOULEVARD
SUITE 107
FORT LAUDERDALE, FLORIDA 33334

RONALD G. CRANDELL
BUSINESS CONSULTANT

ACCOUNTING TAX AND
BUSINESS CONSULTANT

SEPTEMBER 23, 1996

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: CTI TELECOMMUNICATIONS GROUP, INC.
DOCUMENT NO. P96000029259
DATE OF INCORPORATION - MARCH 28, 1996

GENTLEMEN:

WE WISH TO NOTIFY THE DIVISION OF CORPORATIONS OF AN ADDRESS
CHANGE FOR THE ABOVE NOTED CORPORATION.

THE NEW ADDRESS IS: 1535 S.E. 17TH STREET
THE QUAY, SUITE #206
FORT LAUDERDALE, FL
33316-1737

THE TELEPHONE NUMBER IS 954-524-0550

IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT ME.

VERY TRULY YOURS,

CRANDELL AND ASSOCIATES, INC.

Patricia A. Beyer

PATRICIA A. BEYER

KS 10/9