

LAW OFFICES
BLANBERG, GRAYSON, & SINGER

PROFESSIONAL ASSOCIATION
SUITE 700, INDEPENDENCE BUILDING
25 SOUTH AND SECOND AVENUE
MIAMI, FLORIDA 33131-1006

JOSE L. LORENZO
WRITER'S DIRECTORIAL (305) 581-1000

TELEPHONE: (305) 581-1000
TELECOPIER: (305) 581-1000

P96000033967
April 12, 1996

Via Airborne Express #5881194266

Secretary of State
Florida Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: *Articles of Incorporation for Axis Tricom, Inc.*
Our file #934-2

Dear Sir or Madam:

Enclosed are two (2) original executed Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$131.25 for the following fees:

Filing Fees	\$35.00
Certified Copies	\$52.50
Registered Agent Designation	\$35.00
Certificate of Good Standing	\$ 8.75
TOTAL	131.25

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***131.25 ***131.25

Please return a certified copy of the Articles of Incorporation and a certificate of status to the undersigned as soon as the Articles are filed.

Very truly yours,


Jose L. Lorenzo

APR 18 1996 BSB

Enclosure

cc: Robert S. Plessett w/enc.
Seymour N. Singer, Esq.

JLL/vly/11900

ARTICLES OF INCORPORATION OF

AXIS TRICOM, INC.

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be:

AXIS TRICOM, INC.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Seymour N. Singer, Esq.
Blaxberg, Grayson & Singer, P.A.
25 Southeast 2nd Avenue, Suite 730
Miami, Florida 33131

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be:

8021 Northwest 14th Street
Miami, Florida 33126

FILED
95 APR 15 PM 2:53
TALLAHASSEE, FLORIDA

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

<u>Name</u>	<u>Address</u>
Robert S. Plessett	8021 N.W. 14th Street Miami, Florida 33126
Kenneth E. Cooke	8021 N.W. 14th Street Miami, Florida 33126

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

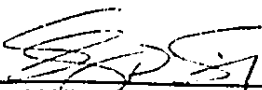
ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

<u>Incorporator</u>	<u>Address</u>
Seymour N. Singer	25 Southeast 2nd Avenue, Suite 730 Miami, Florida 33131

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


SEYMOUR N. SINGER

STATE OF FLORIDA)
 : SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, appeared Seymour N. Singer who is personally known to me ~~on who has produced~~ as identification, and acknowledged that she executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 12th day of April, 1996,



AMY K. LOPEZ
My Commission CC079663
Expires Jun. 06, 1998
Bonded by HAI
A00-422-1886

Amy K. Lopez
NOTARY PUBLIC, State of Florida
Print Name: Amy K. Lopez
My Commission Expires: _____

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Seymour N. Singer
SEYMOUR N. SINGER, Registered Agent

CORP4 M110934-211.1 (w/)(1198)

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WITNESS my hand and seal in the State and County aforesaid, this 12th day of April, 1996.



AMY K. LOPEZ
My Commission CC370663
Expires Jan. 06, 1998
Bonded by FIAI
800-422-1555

Amy K. Lopez
NOTARY PUBLIC, State of Florida
Print Name: Amy K. Lopez
My Commission Expires:

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Seymour N. Singer
SEYMOUR N. SINGER, Registered Agent

CORP4 MFG-934-2011a/g3/1991