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April 29, 1996

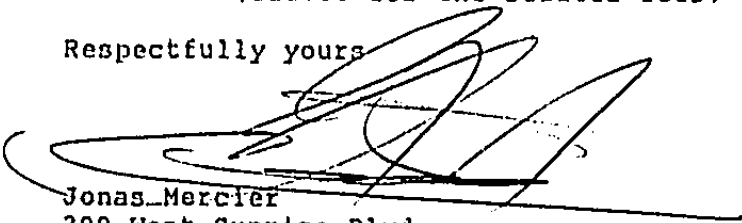
Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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-05/02/96--01011--002
****122.50 ****122.50

Subject: Filing of Articles of Incorporation of International
Teleco and Service Center, Inc.

Enclosed please find an original and one (1) copy of the
articles of incorporation of the above named corporation and a
check for \$122.50 for the related fees.

Respectfully yours



Jonas Mercier
300 West Sunrise Blvd
Suite 1
Fort Lauderdale, FL 33311
Tel: 954-467-3579

96 MAY -1 AM 10:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Encl.

MAY 7 1996 BSB

FILED

ARTICLES OF INCORPORATION
OF
INTERNATIONAL TELECO
AND SERVICE CENTER, IN
TALLAHASSEE, FLORIDA

86MAY-1 AM 10:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of forming a for profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation, in the Office of the Secretary of State of Florida.

ARTICLE I - NAME

The name of this corporation shall be INTERNATIONAL TELECO AND SERVICE CENTER, INC.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The general objective and purpose of this Corporation shall be:

1.- International telecommunications and related services.

2.- To conduct any other legitimate business activity in the State of Florida and/or elsewhere which is consistent with, connected to, or related in any way with said purpose.

ARTICLE IV - BOARD OF DIRECTORS

The following people will serve on the Board of Directors as Officers and Directors:

President Jonas Mercier
300 West Sunrise Boulevard,
Suite 1
Fort Lauderdale, FL 33311
(305) 467-3579

Vice President Jean-Robert Forestal
300 West Sunrise Boulevard
Suite 1
Fort Lauderdale, FL 33311
(305) 467-3579

Secretary

Enlva Joseph
300 West Sunrise Boulevard
Suite 1
Fort Lauderdale, FL 33311
(305) 467-3579

ARTICLE V - DUTIES AND POWERS OF THE BOARD OF DIRECTORS

The Board shall have all the duties and powers provided by Florida Statutes.

ARTICLE VI - STOCK

The ownership of the corporation shall be as follows:

There shall be 1000 shares of stock with a par value of \$1.00 per share.

ARTICLE VII - SUBSCRIBER

The name and address of the subscriber to these Articles is:

NAME:

ADDRESS:

Jonas Mercier

300 West Sunrise Blvd, Suite 1
Fort Lauderdale, FL 33311

ARTICLE VIII - OFFICERS

1.- The officers of the corporation shall be the President, the Vice President and the Secretary.

2.- The officers shall be elected annually by the stockholders.

3.- In the event that the President is absent or unable to act, his or her duties shall be performed by the Vice President.

4.- In the event of the death or resignation of the President, the Vice President shall serve as the President during his/her remainder of the term of office for which he/she was elected.

5.- In the event of the death or disability of both the President and the Vice President, the stockholders shall elect an Acting President to hold office until the next scheduled election.

ARTICLE IX - INDEMNIFICATION

Every director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities including attorney's fees in connection with any proceeding or any settlement thereof to which the Director or Officer may be a party, or in which the Director or Officer may have become involved by reason of the Director or Officer being or having been a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of the Director's or Officer's duty; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such Directors or Officers may be entitled.

ARTICLE X - PRINCIPAL OFFICE AND ADDRESS

The principal office of the corporation will be at 300 West Sunrise Boulevard, Suite 1, Fort Lauderdale, Florida 33311, or at such other place, within the State of Florida, as may be subsequently designated by the Board of Directors.

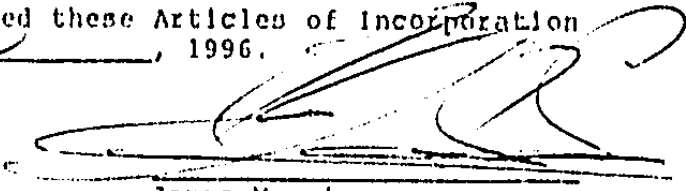
ARTICLE XI - INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

The initial registered office is at 1861 West Oakland Park Boulevard, Fort Lauderdale, Florida 33311. The initial registered agent is Jean-Marie Olivier, at the same address.

ARTICLE XII - AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be adopted by the Board of Directors, either by majority vote at a meeting, or in any other means designated by the By-Laws.

The undersigned has executed these Articles of Incorporation
this 29th day of APRIL, 1996.

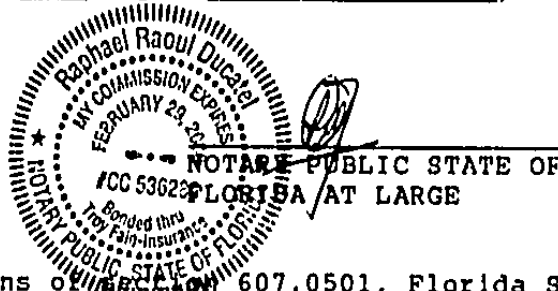

Jonas Mercier

STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer
duly authorized in the State and County named above, to take
acknowledgements, personally appeared Jonas Mercier, to me known
to be the person described as a subscriber and who executed the
foregoing ARTICLES OF INCORPORATION, and acknowledged before me
that he subscribed the same.

WITNESS my hand and official seal, in the County of Broward,
State of Florida, on this 29th day of APRIL, 1996

My Commission expires:



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.

First that INTERNATIONAL TELECO AND SERVICE CENTER, INC.,
desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the Articles of
Incorporation has named Jean-Marie Olivier, located at 1861 W.
Oakland Park Boulevard, Fort Lauderdale, County of Broward, as
its agent to accept service of process within this State.

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.


Jean-Marie Olivier