P96000049436

```
6/07/96          FLORIDA DIVISION OF CORPORATIONS                9:24 AM
                       PUBLIC ACCESS SYSTEM
(((H96000007998)))    ELECTRONIC FILING COVER SHEET
 TO: DIVISION OF CORPORATIONS             FROM: FAS-T CORP. AGENTS, INC.
     DEPARTMENT OF STATE                        8405 NW 53RD ST
     STATE OF FLORIDA                           SUITE C-100
     409 EAST GAINES STREET                     MIAMI FL 33166-
     TALLAHASSEE, FL 32399             CONTACT: LIDIA   FERNANDEZ
FAX: (904) 922-4000                      PHONE: (305) 599-0839
                                           FAX: (305) 592-9591
(((H96000007998)))        DOCUMENT TYPE:  FLORIDA PROFIT CORPORATION OR P.A.
                  NAME: ENTERTEL, INC.
    FAX AUDIT NUMBER: H96000007998            CURRENT STATUS: REQUESTED
      DATE REQUESTED: 06/07/1996              TIME REQUESTED: 09:24:08
    CERTIFIED COPIES: 1                CERTIFICATE OF STATUS: 0
     NUMBER OF PAGES: 3                   METHOD OF DELIVERY: FAX
    ESTIMATED CHARGE: $122.50                 ACCOUNT NUMBER: 071001002335
```

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H96000007998)))

FILED
96 JUN 10 PM 5:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUN -7 AM 10:25
DIVISION OF CORPORATIONS

6/10

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 7, 1996

FAS-T CORP. AGENTS, INC.

MIAMI, FL

[illegible]

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000007998
Letter Number: 696A00028563

H96000007998

ARTICLES OF INCORPORATION

OF

ENTERTEL GROUP INTERNATIONAL, INC.

FILED
96 JUN 10 PM 5:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: ENTERTEL GROUP INTERNATIONAL, INC.

The principal place of business of this corporation shall be: 1059 Collins Ave. Ste. #1197
Miami Beach, Fl 33139

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 500 Shares

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President: Julie Froman — 1059 Collins Ave. Ste. #1197
Miami Beach, Fl 33139

Secretary: Jeffrey Wall — 1059 Collins Ave. Ste. #1197
Miami Beach, Fl 33139

Prepared by: Julie Froman
1059 Collins Ave. Ste. #1197
Miami Beach, Fl 33139
(305) 534-2298

H96000007998

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Julie Froman	1059 Collins Ave. Ste. #1197
Jeffrey Wall	Miami Beach, Fl 33139

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 6th day of June, 1996.

Signature(s) of Incorporator(s)

Jeffrey Wall

H96000007998

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: ENTERTEL GROUP INTERNATIONAL, INC.

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

Julie Froman 1059 Collins Ave. Ste. #1197

(P.O. BOX NOT ACCEPTABLE)

Miami Beach, Fl 33139

(CITY/STATE/ZIP)

FILED
96 JUN 10 PM 5:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE [signature]
(corporate officer)

TITLE PRESIDENT

DATE 6/6/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE [signature]

DATE 6/6/96

REGISTERED AGENT FILING FEE:

H96000007998