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BLACK AND BLACK, P.A.

7880 RED ROAD, SUITE J  
SOUTH MIAMI, FLORIDA 33141

JOHN W. BLACK \*  
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\* OF COUNSEL

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June 4, 1996

800001856998  
-06/10/96--01024--006  
\*\*\*\*122.50 \*\*\*\*122.50

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Request to file Articles of Incorporation  
of INTERNATIONAL WIRELESS VENTURES, INC

Gentlemen:

I am enclosing an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the filing fee as well as the fee for a certified copy.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Furthermore, I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your attention to this matter.

Sincerely,

BLACK AND BLACK, P.A.

*Robert J. Black* / KK  
Robert J. Black  
For the Firm

RJB:kk  
Enclosures

RECEIVED  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

26 JUN 10 AM 10:24

FILED

Dme  
6/12/96

Kay gave auth by  
phone to add a  
Corporate suffix.

6/13/96

**ARTICLES OF INCORPORATION**

**OF**

**INTERNATIONAL WIRELESS VENTURES**

**FILED**

96 JUN 10 AM 10:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator subscribes to these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation is: INTERNATIONAL WIRELESS VENTURES, INC.

**ARTICLE II - TERM OF EXISTENCE**

This corporation is to exist perpetually and shall commence on the date these Articles are filed.

**ARTICLE III - NATURE OF BUSINESS**

The general purposes for which the corporation are organized are:

1. To operate a business involving national and international telecommunications.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV - CAPITAL STOCK**

The capital stock of this corporation shall be One Thousand (1,000) shares of the par value of One Dollar (\$1.00) per share, making the total One Thousand Dollars (\$1,000.00).

**ARTICLE V - ADDRESS**

The street address of the initial principal office of the corporation is: 6577 143rd Street North, Palm Beach Gardens, Florida 33418 and the name of its initial Registered Agent and his address are: CHARLES C. MAYNARD, 6577 143rd Street North, Palm Beach Gardens, Florida 33418.

**ARTICLES VI - DIRECTORS**

This corporation shall have a Board of Directors consisting of one (1) member initially, and all of the corporate powers shall be exercised and the business affairs of the corporation shall be managed under the direction of the Board of Directors. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial member of the Board of Directors is:

**NAME**

**ADDRESS**

CHARLES C. MAYNARD

6577 143rd Street North  
Palm Beach Gardens, Florida 33418

**ARTICLE VII - INCORPORATORS**

The name and the post office address of the incorporator of this corporation are:

**NAME**

**ADDRESS**

CHARLES C. MAYNARD


6577 143rd Street North  
Palm Beach Gardens, Florida 33418

**ARTICLE VIII - AMENDMENT**

These Articles of Incorporation may be amended in the manner

provided by law. Every amendment shall be approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, these Articles have been subscribed on this, the 25 day of April, 1996.

  
CHARLES C. MAYNARD  
INCORPORATOR

STATE OF FLORIDA

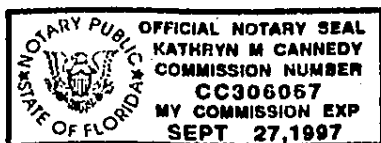
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly appointed in the State and County named above to take acknowledgements, personally appeared, CHARLES C. MAYNARD, to me known to be the person described as incorporator in, who executed the foregoing Articles of Incorporation, provided identification in the form of a Driver's License and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS, my hand and official seal in the County and State named above, this 25 day of April, 1996.

  
NOTARY PUBLIC, State of Florida

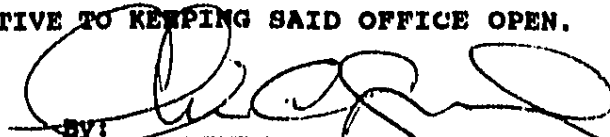
My Commission Expires:



**FILED**

**ACKNOWLEDGMENT:**

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE  
ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE  
I HEREBY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH  
THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING SAID OFFICE OPEN.



BY:

**CHARLES C. MAYNARD -  
REGISTERED AGENT**

96 JUN 10 AM 10:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA