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PRODUCE HALL	ACCOUNT	NO.	072100000032
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REFERENCE : 001817 5023726

AUTHORIZATION 1

COST LIMIT : \$ 70.00

ORDER DATE: June 26, 1996

ORDER TIME: 3:49 PM

ORDER NO. : 001817

CUSTOMER NO:

CUSTOMER: Ms. Eileen Shea NATIONAL TELECOM USA INC.

5023726

675 Morris Avenue

Springfield, NJ 07081

DOMESTIC FILING

NAME: KING FAMILY CHARTERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

RECEIVED 96 JUH27 PH U: 17 DIVISION OF CORPOLATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

KING FAMILY CHARTERS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KING FAMILY CHARTERS, INC.

The address of the principal office of this corporation shall be c/o National Telecom USA, Inc., Suite 201, 350 Camino Gardens Boulevard, Boca Raton, Florida 33432 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Brian E. King Dir.

c/o National Telecom USA, Inc. Suite 201, Camino Gardens Boulevard Boca Raton, Florida 33432

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

> Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 27, 1996.

CORPORATION SERVICE COMPANY

By: Charl Olice Control of the Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Agent, Gail Shelby

JMG/cah



ACCOUNT NO. : 072100000032

REFERENCE

336323

5023726

600002148536--6

AUTHORIZATION

COST LIMIT : \$ 35.00

ORDER DATE: April 18, 1997

ORDER TIME : 9:13 AM

ORDER NO. : 336323

CUSTOMER NO: 5023726

CUSTOMER: Diane Stolbach, Esq.

National Telecom Usa Inc. 675 Morris Avenue

Springfield, NJ 07081

CHANGE OF AGENT

NAME: KING FAMILY CHARTERS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_ PLAIN STAMPED COPY

CONTACT PERSON: Warren Whittaker

DIVISION OF CORPORATION VII 8: 1/8

Florida Dopartment of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the lews of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: King Family Charters, Inc.

1a. The name of the corporation is: King Family Charters, Inc.
1b. The mailing address of the corporation is: c/o National Telecom USA, Inc.
350 Camino Gardens Blvd., Suite 201, Boca Raton, Florida 33432
1c. Date of incorporation: 6/27/96 Document number: P96000054988
2. The name and address of the current registered agent and office:
Corporation Service Company
1202 Hays Street
Tallahassee, Florida 32301
3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)
350 Camino Gardens Blvd., Suite 201
Boca Raton, Florida 33432
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical. Such change was authorized by resolution duly adopted by its board of directors or by an officer so affinition by the board.
// // // // // // // // // // // // //
Brian/E. King (Printed or typed name and title)
daving been named as registered agent and to accept service of process for the above stated corporation, I heroby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my losition as registered agent.
14/1/57 4/1/57
/(Signature of Registered Agent) (Date) f signing on behalf on an entity:

(Capacity)

CSC\PRENTICE-HALLLL

0709-122-609-1:dI

(Typed or Printed Name)

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