P96000056752 Document Number Only

7-3-96 Ivonne

Haber & Roth

Requestor's Name

1370 N.W. 16 St.

Address

MIAMI, Fl. 33125

City State Zip Phone

#324-8050

VALIDATION ONLY

FILED
96 JUL -5 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-07/05/96--01038--008
*****122.50 *****122.50

CORPORATION(S) NAME

Globalplex Telecom & Technologies, Inc.

(✓) Profit
( ) NonProfit
( ) Amendment
( ) Merger

( ) Foreign
( ) Dissolution
( ) Mark

( ) Limited Partnership
( ) Reinstatement
( ) Annual Report
( ) Reservation
( ) Other
( ) Change of Registered Agent

(✓) Certified Copy
( ) Photo Copies
( ) Certificate Under Seal

( ) Call When Ready
(✓) Walk In
( ) Will Wait
( ) Call If Problem
(✓) Pick Up
( ) After 4:30
( ) Mail Out

Name Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

P. CHESSER JUL 5 1996

CERTIFIED COPY

Empire Toll Free: 1-800-432-3028

CR2E031 (R8-85)

ARTICLES OF INCORPORATION

OF

GLOBALPLEX TELECOM & TECHNOLOGIES, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the General Corporation Act of the State of Florida, do hereby certify as follows:

ARTICLE I. NAME

The name of this corporation is: Globalplex Telecom & Technologies, Inc.

ARTICLE II. PURPOSES

The general nature of the business to be transacted by this corporation shall be:

A) To provide various telecommunications value added services.

B) To purchase, exchange, hire or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired or acquired.

C) To erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, bungalows, stores, offices, warehouses, mills, shops, factories, machinery and plants, and any and all structures and erections which may at any time be necessary, useful or advantageous in the judgment of the Board of Directors, for the purposes of the Corporation, and which can lawfully be done.

D) To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise alienate or dispose of, and to mortgage or otherwise encumber the lands, buildings, real property, chattels real, and other property of the corporation, real and personal, and wheresoever situate, and any and all legal or equitable rights therein.

E) To borrow money with or without pledge of or mortgage on all or any of its property, real or personal, as security, and to loan and advance money upon mortgages on personal or real property or on either of them.

F) To buy, sell, and deal in, with or without guarantee of payment thereof, bonds and mortgages and other like securities and other kinds of property, whether real or personal, not prohibited or specifically excepted by law, and to do and prosecute any facts or things incident to or proper in connection with the carrying on of the business of this corporation.

G) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of the shares of capital stock, bonds, debentures, or other evidence of indebtedness of any corporation, domestic or foreign, and while the holder hereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to issue in exchange therefor its own stock, bonds, and other obligations.

H) To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as or of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of these Articles of Incorporation.

I) To do all such acts and things as are incident or conducive to the premises.

J) And this Corporation shall have the power to conduct its business in all its branches in the State of Florida, or in any other State or States or territories of the United States, or in the District of Columbia, and the dependencies of the United States or in foreign countries, and ultimately to do all acts and things and to exercise all the powers now or hereafter authorized by law, necessary to carry on the business of said corporation, or to promote any of the subjects or objects for which the corporation is formed.

K) The foregoing enumeration of any or all or a combination of either of the specific powers lettered a) through j) both inclusive, shall not be held to limit or restrict in any manner the general powers of the corporation and therefore, the corporation may engage in any lawful act or activity for which corporations may be organized under the General Corporation Act of the State of Florida.

ARTICLE III. DURATION

This corporation shall have perpetual existence.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue at any time is: 1,000 shares, $2.00 par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services actually performed for the corporation, at just valuation to be fixed by the stockholders or by the Directors at a meeting called for such purposes.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1370 N.W. 16th Street
Miami, Florida 33125

and the name of the initial registered agent of this corporation at that address is: Ronald Haber, Esquire

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have Five (5) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is: Jose R. Hernandez, III, 5302 S.W. 127th Court, Miami, Florida 33175.

ARTICLE VII. OFFICERS

The corporation shall have a President, a Vice-President, a Secretary and a Treasurer and may also have one or more additional Vice-Presidents, Assistant Secretaries and Assistant Treasurers, and such other officers and agents, as may be deemed necessary. All officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws. The same person may hold two or more offices.

ARTICLE VIII. INCORPORATOR

The name and address of the person signing these articles is:

Jose R. Hernandez, III, 5302 S.W. 127th Court, Miami, Florida 33175.

ARTICLE. IX

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X. PRINCIPAL OFFICE

At the present time, the principal office of the corporation is: 220 N.W. 136th Avenue, Miami, Florida 33182.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of July, 1996.

Jose R. Hernandez III

Incorporator Jose R. Hernandez, III

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

Before me, notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Jose R. Hernandez, III, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this 3rd day of July, 1996.

Ivonne Mercado

NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

IVONNE MERCADO
MY COMMISSION # CC 427860
EXPIRES: December 20, 1998
Bonded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, MANAGING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That Globalplex Telecom & Technologies, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Ronald Haber, Esquire located at 1370 N.W. 16th Street, Miami, Florida 33125, City of Miami, County of Dade, State of Florida, as its Registered Agent to accept service of process within this State.

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98 JUN -5 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

RONALD HABER, ESQUIRE
Registered Agent

P96000056752

Requestor's Name

MR.& MRS. J.R. HERNANDEZ III
5302 S.W. 127TH CT
MIAMI, FL 33175

Office Use Only

C(... UMBER(S), (if known):

1. ______________________ (Corporation Name) ______________ (Document #)

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-01/24/97--01058--012
*****35.00 *****35.00

2. ______________________ (Corporation Name) ______________ (Document #)

3. ______________________ (Corporation Name) ______________ (Document #)

4. ______________________ (Corporation Name) ______________ (Document #)

☐ Walk in ☐ Pick up time ________ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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TALLAHASSEE, FLORIDA

Off Res
1-29-97

Examiner's Initials	LFJ

CR2E031(1/95)

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

OFFICER / DIRECTOR RESIGNATION

FILED
97 JAN 24 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Jose R. Hernandez III, hereby resign as President
(Title)

of Globalplan Telecom & Technologies, Inc (Ref # P96000056752)
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation. on October 14, 1996

(Signature of resigning officer/director)

Check # 7689 (FILING FEE IS $35.00) (enclosed)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E044(10/96)

P96000056752

Law Offices
HABER & ROTH
1870 N.W. 18TH STREET
MIAMI, FLORIDA 33125

City/State/Zip Phone #

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*****07.50 *****07.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ______ (Corporation Name) ______ (Document #)
2. ______ (Corporation Name) ______ (Document #)
3. ______ (Corporation Name) ______ (Document #)
4. ______ (Corporation Name) ______ (Document #)

97 MAR 21 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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	NEW FILINGS
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	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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RAR
3-21-97
P96000056758

CR2E031(1/95)

Examiner's Initials	

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

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statues, the undersigned, Ronald Haber
(Name of registered agent)

hereby resigns as Registered Agent for Globalplex Telecom & Technologies, Inc.
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

(Signature of resigning agent)

APPROVED AND FILED

97 MAR 21 AM 10: 51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If signing on behalf of an entity:

Ronald Haber
(Typed or Printed Name)

Registered Agent
(Capacity)

Fee for filing this document:
$87.50 - Active corporation
$35.00 - Administratively dissolved corporation

CR2E046(1/95)

P96000056752

Requestor's Name

Address

Globalplex Telecom & Technologies, Inc.

7771 W. Oakland Park Blvd. Suite 122 Ft. Lauderdale, FL 3

1. ______ (Corporation Name) (Document #)

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-05/07/97--01083--013
*****35.00 *****35.00

2. ______ (Corporation Name) (Document #)

3. ______ (Corporation Name) (Document #)

4. ______ (Corporation Name) (Document #)

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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	Limited Partnership
	Reinstatement
	Trademark
	Other

P96000056752

5-5-97

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RAC

CR2E031(1/95)

Examiner's Initials	

CERTIFICATE OF CHANGE OF REGISTERED OFFICE

AND REGISTERED AGENT OF

GLOBALPLEX TELECOM & TECHNOLOGIES, INC.

GLOBALPLEX TELECOM & TECHNOLOGIES, INC., pursuant to Section 607.0502 of the Florida Statutes, hereby changes its Registered Office and Agent as follows:

1. The name of the corporation is Globalplex Telecom & Technologies, Inc.

2. The street address of its present Registered Office is 7771 West Oakland Park Boulevard, Fort Lauderdale, FL 33351.

3. The street address to which the Registered Office is to be changed is c/o Berger Davis & Singerman, 100 Northeast Third Avenue, Suite 400, Fort Lauderdale, Florida 33301.

4. The name of the present Registered Agent is Joe Hernandez.

5. The name of the new Registered Agent is Christine A. Butler, Esq.

6. The street address of the new Registered Office and the street address of the business office of the new Registered Agent is c/o Berger Davis & Singerman, 100 Northeast Third Avenue, Suite 400, Fort Lauderdale, Florida 33301.

7. That such change was authorized by Resolution duly adopted by its Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed this Certificate the 30 day of April, 1997.

GLOBALPLEX TELECOM & TECHNOLOGIES, INC., a Florida corporation

By: [signature]

Name: Armand Ventura

Title: Sr Vice President

CWX416102.COR
4/16/97

WRITTEN CONSENT OF THE DIRECTOR
OF
GLOBALPLEX TELECOM & TECHNOLOGIES, INC.

Pursuant to Section 607.0821 of the Florida Statutes, the undersigned, being all of the Directors of GLOBALPLEX TELECOM & TECHNOLOGIES, INC., a Florida corporation ("Corporation"), hereby take and adopt the following actions in writing, in lieu of a meeting therefor, and all statutory and Bylaw requirements pertaining to the time, manner and place of same, as well as all notice requirements relating thereto, are hereby waived:

Change of Registered Agent

WHEREAS, the Corporation desires to change its Registered Agent from Joe Hernandez to Christine A. Butler, Esq.; and

WHEREAS, the Corporation desires to change its Registered Office from 7771 West Oakland Park Boulevard, Fort Lauderdale, FL 33351 to c/o Berger Davis & Singerman, 100 Northeast Third Avenue, Suite 400, Fort Lauderdale, Florida 33301.

NOW, THEREFORE, BE IT

RESOLVED, that the Registered Agent be changed from Joe Hernandez to Christine A. Butler, Esq.; and be it

FURTHER RESOLVED, that the Registered Office shall be changed from 7771 West Oakland Park Boulevard, Fort Lauderdale, FL 33351 to c/o Berger Davis & Singerman, 100 Northeast Third Avenue, Suite 400, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent this _ day of April, 1997.

ARMAND VENTURA
Director

CWX416102.WC
4/16/97

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as Registered Agent of GLOBALPLEX TELECOM & TECHNOLOGIES, INC., as made in the foregoing Certificate of Change of Registered Office and Registered Agent, and agree to act in such 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 the Registered Agent of GLOBALPLEX TELECOM & TECHNOLOGIES, INC.

Christine A. Butler

CHRISTINE A. BUTLER

CWX416102.COR
4/16/97