

P960000061303

7/22/96 11:55 AM
FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: WORLDWIDE TELECOM, INC.
FAX AUDIT NUMBER: H96000010123
DATE REQUESTED: 07/22/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:55:30
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072460003255

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.
(((H96000010123)))
** INVALID SELECTION...PLEASE RE-ENTER **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM Parity Error

FILED
96 JUL 22 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUL 22 PM 1:41
DIVISION OF CORPORATIONS

Handwritten signature/initials

**ARTICLES OF INCORPORATION
OF
WORLDWIDE TELECOM, INC.**

FILED
96 JUL 22 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby agree(s) to organize a corporation under the laws of the State of Florida, with the following Articles of Incorporation.

**ARTICLE I
NAME**

The corporate name shall be:
WORLDWIDE TELECOM, INC.

**ARTICLE II
EXISTENCE**

The corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The corporate purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon corporations.

**ARTICLE IV
AUTHORIZED CAPITAL STOCK**

The amount of capital stock authorized is five thousand (5,000) shares with no par value.

This Document was Prepared by:
Douglas B. Stratton, Esq.
Florida Bar No. 340960
497 Lincoln Road, Suite 28
Miami Beach, Florida 33139
(305) 672-7772

H96000010123

H96000010123

**ARTICLE V
PRINCIPAL OFFICE**

The post office address of the principal office of the corporation is: 407 Lincoln Road, Suite 2B, Miami Beach, Florida, 33139, or at any other location that the Board of Directors chooses to designate.

**ARTICLE VI
INITIAL REGISTERED AGENT**

The initial Registered Agent of the corporation is:

DOUGLAS D. STRATTON, Esq.,

and the street address of the registered office is:

407 Lincoln Road, Suite 2B, Miami Beach, Florida, 33139.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name(s) and address(es) of the first Board of Directors who shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified shall be:

NAME

ADDRESS

Alan Sherman

c/o Douglas D. Stratton, Esq.
407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139

**ARTICLE VIII
POWERS OF DIRECTOR(S)**

The Director(s) shall exercise all powers conferred by law.

H96000010123

H96000010123

**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify any and all of its directors or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their corporate capacity.

**ARTICLE X
AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes.

**ARTICLE XI
INCORPORATOR**

The name(s) and address(es) of the Incorporator(s) of the corporation is/are as follows:

NAME ADDRESS

Douglas D. Stratton

407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139

IN WITNESS WHEREOF, the undersigned, being the original Incorporator(s) of the corporation, has/have executed these Articles of Incorporation this 22 day of July, 1996.


Douglas D. Stratton
Incorporator

H96000010123

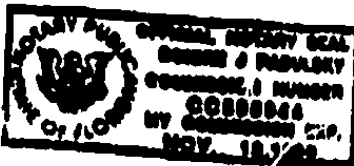
H96000010123

H96000010123

STATE OF FLORIDA)
COUNTY OF DADA) SS:

BEFORE ME, the undersigned authority, personally appeared DOUGLAS D. STRATTON, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforementioned this 22 day of July, 1996.



NOTARY PUBLIC
State of Florida
Print Name: Bonnie J. Padulsky

My Commission Expires:

Known to me or who has produced personally known to me for identification

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions in Chapter 48.091, Florida Statutes, relative to keeping open said office.

Douglas D. Stratton
DOUGLAS D. STRATTON
REGISTERED AGENT
Florida Bar No. 248966

96 JUL 22 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H96000010123