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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: TODD W. KLISTON, ESQ.

DEPARTMENT OF STATE

8211 W BROWARD BLVD

STATE OF FLORIDA

SUITE 375

409 EAST GAINES STREET

PLANTATION FL 33324-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

OR P.A.

NAME: METROTEL ENTERPRISE CORP.

FAX AUDIT NUMBER: H96000010695

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/01/1996

TIME REQUESTED: 14:43:00

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TALLAHASSEE, FLORIDA

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08/01/1996

FAX AUDIT # H96000010695

**ARTICLE OF INCORPORATION
OF
METROTEL ENTERPRISE CORP.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of the corporation is METROTEL ENTERPRISE CORP.

ARTICLE II

NATURE OF BUSINESS

The corporation may transact any lawful business for which corporations may be incorporated under the Florida Business Corporations Act.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock. The consideration paid for each share shall be fixed by the Board of Directors from time to time.

Todd W. Kliston, Esq.
8211 W. Broward Blvd., Suite 375
Plantation, Florida 33324
Florida Bar # 163001

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**ARTICLE IV
CERTIFICATES**

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be as prescribed by Florida Law.

**ARTICLE V
ADDRESS**

The initial street address of the principal office of this corporation is 9600 West Sample Road, Suite 505, Coral Springs, Florida 33065.

**ARTICLE VI
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII
INDEMNIFICATION**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

FAX AUDIT # H96000010695

FAX AUDIT # H96000010695**ARTICLE VIII****INITIAL DIRECTORS**

The name and address of the initial Directors who shall hold office until their successor is elected and has qualified is:

Alex Daoli	Grutgers Road Farmingdale, New York 11738
Bernie Bortnick	7864 Granada Place Boca Raton, Florida 33433
Fabian Palacios	Camino De Orleana 1006, #16 & #17 Quito, Ecuador

ARTICLE IX**INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME	ADDRESS
Todd W. Kliston	8211 West Broward Boulevard, Suite 375 Plantation, Florida 33324

ARTICLE X**REGISTERED OFFICE & REGISTERED AGENT**

The street address of the corporation's initial registered agent is 8211 W. Broward Boulevard, Suite 375, Plantation, Florida 33324 and the name of the initial registered agent at that office is Todd W. Kliston.

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ARTICLE XI

EFFECTIVE DATE

The initial date of incorporation shall be effective on the date this document is filed as evidenced by the department of State's date and time endorsement on the original document.

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida Law.

Date: 8/1/96

Todd W. Klinton
Todd W. Klinton

FAX AUDIT # H96000010695

FAX AUDIT # 1196000010695

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

IN COMPLIANCE WITH SECTION 607.0403, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST-- METROTEL ENTERPRISE CORP.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
CORAL SPRINGS, STATE OF Florida, HAS
(CITY) (STATE)

NAMED TODD W. KLISTON, LOCATED AT
(NAME OF REGISTERED AGENT) (STREET ADDRESS)

8211 W. BROWARD BOULEVARD, SUITE 375
(POST OFFICE BOXES ARE NOT ACCEPTABLE)

CITY OF PLANTATION, STATE OF FLORIDA, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE
OBLIGATIONS OF THIS POSITION

SIGNATURE Todd W. Kliston
(REGISTERED AGENT)

DATE 8/1/96

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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