990000069005

1201 HAYS STREET

CSC networks

PRENTICE HALL LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 058901 7114544

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 70.00

ORDER DATE : August 20, 1996

ORDER TIME : 10:46 AM

ORDER NO. : 058901

CUSTOMER NO: 7114544

CUSTOMER: Mr. Martin F. Toth
MR. MARTIN F. TOTH

7520 Sunshine Skyway Lane #211

Saint Petersbur, FL 33711

DOMESTIC FILING

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 21 PM 3:35

NAME: GLOBAL PC TELECOM, 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: Deborah Schroder

EXAMINER'S INITIALS: JG 8/21/96

RECEIVED
96 AUG 21 PM 12:06
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 21 PM 3:35

ARTICLES OF INCORPORATION

OF

GLOBAL PC TELECOM, 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:

GLOBAL PC TELECOM, INC.

The address of the principal office of this corporation shall be 7520 Sunshine Skyway Lane, #211, St. Petersburg, Florida 33711, 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 1,000 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 Director, initially. The names and addresses of the initial members of the Board of Directors are:

Martin F. Toth Dir.	7520 Sunshine Skyway Lane, #211 St. Petersburg, Florida 33711

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ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 21, 1996.

Deborah D. Skipper
Incorporator
It's Agent, Deborah D. Skipper

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.

By: Deborah D. Skipper

Authorized Service Representative
Corporation Service Company

DBC/das