

100 HAYS STREET
FAIR HAVEN, CT 06424-1111
(203) 244-1111 FAX
000-111-0006
P96000075017



PRIME LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 080105 119520A

AUTHORIZATION : Patricia Pyzdek

COST LIMIT : \$ 122.50

ORDER DATE : September 10, 1996

ORDER TIME : 10:20 AM

ORDER NO. : 080105

200001948282

CUSTOMER NO: 119520A

CUSTOMER: Ms. Ivon Gallo
L & I GALLO ACCOUNTING

1200 Danbury Avenue

Davie, FL 33325

DOMESTIC FILING

NAME: THE PHONE WORLD, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 10 PM 1:19

RECEIVED
96 SEP 10 AM 11:06
DIVISION OF CORPORATIONS
9/10/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 10 PM 1:19

**ARTICLES OF INCORPORATION OF
THE PHONE WORLD, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporations Act do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is THE PHONE WORLD, INC.

**ARTICLE II
OFFICES**

The principal place of business and mailing address of this corporation shall be:

1424 NW. 82 AVENUE
MIAMI, FLORIDA 33126

The corporation may have such other offices, either within or without the State of Florida, as the board of directors may designate, or as the business corporation may require from time to time.

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

1. To engage in general services, including but not limited to: WHOLESALE & RETAIL
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at \$5.00 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:

**ARNALDO J. HERNANDEZ
1424 NW. 82 AVENUE
MIAMI, FLORIDA 33126**

**ARTICLE VI
DIRECTORS**

The number of directors constituting the initial board of directors is/are (1). The name and address of each director is:

**ARNALDO J. HERNANDEZ
1424 NW. 82 AVENUE
MIAMI, FLORIDA 33126**



President



Vice-president

Treasurer

**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

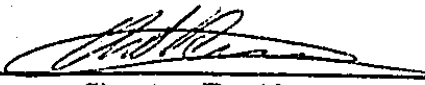
**PRESIDENT
ARNALDO J. HERNANDEZ
1424 NW. 82 AVENUE
MIAMI, FLORIDA 33126**

**VICE-PRESIDENT
ARNALDO J. HERNANDEZ
1424 NW. 82 AVENUE
MIAMI, FLORIDA 33126**

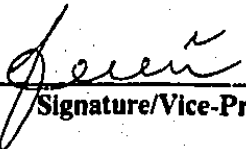
**TREASURER
ARNALDO J. HERNANDEZ
1424 NW. 82 AVENUE
MIAMI, FLORIDA 33126**

The undersigned has (have) executed these Articles of Incorporation this

21 day of August, 1996



Signature/President



Signature/Vice-President

Signature/Treasurer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 SEP 10 PM 1:19

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: THE PHONE WORLD, INC.
2. The name and address of the registered agent and office is:

ARNALDO J. HERNANDEZ
1424 NW. 82 AVENUE
MIAMI, FLORIDA 33126

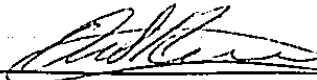


Signature/corporate officer

Title President _____

Date 08/21/96 _____

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this 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 Registered Agent.



Signature

Date 08/21/96 _____