

W96000019009

C E Villa
15605 SW 49th Street
Miami FL 33185-4134

September 16, 1996

Florida Department of State
Division Corporations
P O Box 6327
Tallahassee FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
305/205-2965
****122.50 ****122.50

Attn.: Ms. Brown
Document Specialist

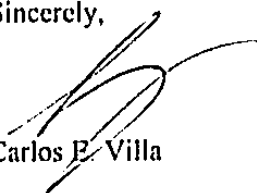
Subject: Worldwide Telephone Corporation
Ref. No. W96000019009
Letter No. 196A00042145

Dear Ms. Brown:

In reference to your attached letter, enclosed please find the documents already corrected.

If you have any questions, please call 305/513-0003.

Sincerely,


Carlos E. Villa

FILED
96 SEP 18 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AB 9/18



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

September 10, 1996

CARLOS E. VILLA
15605 S.W. 49TH STREDET
MIAMI, FL 33185-4134

SUBJECT: WORLDWIDE TELEPHONE CORPORATION (WTC)
Ref. Number: W96000019009

We have received your document for WORLDWIDE TELEPHONE CORPORATION (WTC) and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 196A00042145

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
WORLDWIDE TELEPHONE CORP.

ARTICLE ONE

The name of the corporation is WORLDWIDE TELEPHONE CORP.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares that the corporation shall have authority to issue is 1000 of the par value of dollars (\$1.00) each.

ARTICLE FIVE

The existence of the Corporation will commence of the date of filing these articles of incorporation.

ARTICLE SIX

The street address of its initial office is 7220 NW 58th Street, Miami FL 33166-3719, and the name of its initial registered agent as such address is Carlos E. Villa, Jr.

ARTICLE SEVEN

The number of directors constituting the initial board of directors one, and the names and addresses of the persons or persons who are to serve as director until their successors are elected and qualified are:

| NAME | ADDRESS |
|--------------------|-----------------------------------|
| Jeannette Jeffries | 301 N. Birch Shoshone ID 83352 |

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the Corporation without restriction of their power conferred by statute.

ARTICLE NINE

The name and address of the incorporator is:

| NAME | ADDRESS |
|----------------------|---|
| Carlos E. Villa, Jr. | 15605 SW 49th Street Miami FL 33185-4134 |

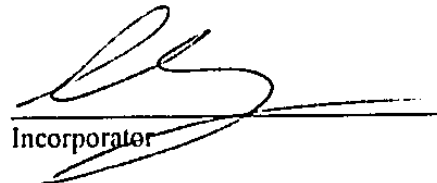
ARTICLE TEN

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner described by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these articles of incorporation this 4th day of September, 1996.

ARTICLE ELEVEN

The powers of the Incorporator cease upon filing of the Articles of Incorporation.


Incorporator

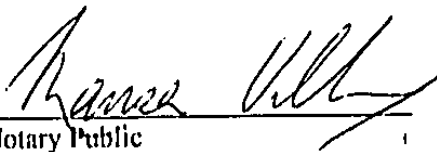
STATE OF FLORIDA)
) ss
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgment in the state and county set forth above, personally appeared Carlos E. Villa, Jr. know to me and know by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before that he executed the Articles of Incorporation.

In witness whereof, I have hereunto set by my hand and seal in the State and County aforesaid this 4th day of September, 1996.



MARISA VILLA
My Commission CC316489
Expires Sep. 23, 1997
Bonded by HAI
800-422-1555


Notary Public

ACKNOWLEDGMENT:

Having been named to accept service of process for corporation named above, I agree to act in that capacity, to comply with the provision of the Florida Business Corporation Act, and I am familiar with, accept, the obligation of that position.

