

P96000078198

1201 HAYS STREET
TALLAHASSEE, FL 32310
TEL: (904) 222-0100
FAX: (904) 222-0101

800-342-8070



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96 SEP 19 PM 4:21
DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032
CORPORATION 5023726

REFERENCE : 091778 5023726

AUTHORIZATION : Patricia Puyat

COST LIMIT : \$ 70.00

ORDER DATE : September 19, 1996

ORDER TIME : 2:58 PM

ORDER NO. : 091778

600001852336

CUSTOMER NO: 5023726

CUSTOMER: Ms. Eileen Shea
NATIONAL TELECOM USA INC.
675 Morris Avenue
Springfield, NJ 07081

DOMESTIC FILING

NAME: FAX PLUS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

9/20/96

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 19 AM 10:19

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ARTICLES OF INCORPORATION
OF
FAX PLUS, 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:

FAX PLUS, INC.

The address of the principal office of this corporation shall be c/o National Telecom USA Inc., 350 Camino Garden Boulevard, Suite 201, Boca Raton, Florida 33432 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 500 shares of common stock having without par value.

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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Brian King
Dir.

c/o National Telecom USA Inc.
350 Camino Garden Boulevard, Suite 201
Boca Raton, Florida 33432

Harold Van Arnem
Dir.

c/o Cybergate
1301 West Newport Center Drive
Deerfield Beach, Florida 33442

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DIVISION OF CORPORATIONS
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ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 19, 1996.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
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.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper



P96000078198

675 Morris Avenue • Springfield, NJ 07081 • 201-288-0140 • Fax: 201-288-0280

April 22, 1997

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment

500002155095--4
-04/25/97--01050--020
*****6.25 *****96.25

Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of Fax Plus, Inc. The incorporation date for Fax Plus, Inc. was September 19, 1996 under document number P96000078198. Please file these Articles of Amendment and forward a certified copy as well as a certificate of status to my attention at the above address. I have enclosed our company's check in the amount of \$96.25 to cover the cost of filing.

Should you have any questions or require any additional information, please do not hesitate to contact me.

Very truly yours,

Diane Stolbach

Diane Stolbach
General Counsel

DS:ems
Enclosures

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MAY 1 1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FAX PLUS, INC.

FILED
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DIVISION OF CORPORATIONS
97 APR 25 AM 10:41

FIRST: Article I shall amend the corporation name from Fax Plus, Inc. to Sun Telecommunications, Inc.;

SECOND: The date of such amendment's adoption shall be April 21, 1997;

THIRD: The amendment was approved by the shareholders. The number of votes cast was sufficient for approval.

Signed this 21st day of April, 1997.



Brian E. King, President