

TRANSMITTAL LETTER

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

9000001963619
10/09/96--01096--017
****131.25 ****131.25

SUBJECT: PalmTel, Inc.

(Proposed corporate name - must include suffix)

FLORIDA DIVISION OF STATE
CORPORATION FILING

OCT-9 PH 1:40

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: TERESA LYNN GREEN
Name (Printed or typed)

3048 N. Ocean Boulevard, Suite #3
Address

Fort Lauderdale, Florida 33308-7312
City, State & Zip

954-565-6564
Daytime Telephone number

10/11

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

The name of the corporation shall be:

ARTICLE I NAME

PALMTEL, INC.

96 OCT -9 PH 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

3048 N. OCEAN BOULEVARD, SUITE # 3
Ft Lauderdale, Florida 33308-7312

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE III SHARES

The name and address of the initial registered agent is:

SAME

3048 N. OCEAN BOULEVARD, SUITE # 3
Ft, Lauderdale, Florida 33308-7312

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

TERESA LYNN GREEN

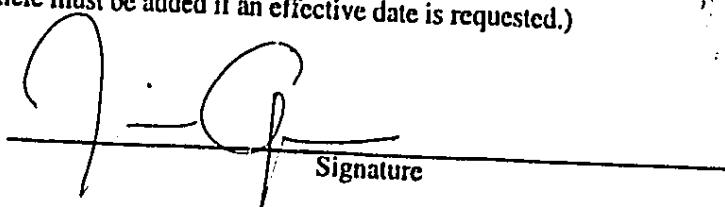
PRESIDENT

3048 N. Ocean Boulevard, SUITE #3
Ft. Lauderdale, FL 33308

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

1 day of October, 19 96.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF 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 STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

96 OCT -9 PM 1:40
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE
FBI
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

PALM Tel, Inc.

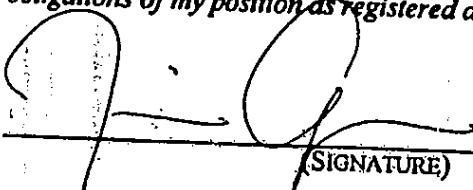
2. The name and address of the registered agent and office is:

TERESA LYNN GREEN
(NAME)

3048 N. Ocean Boulevard, Suite #3
(P.O. Box or Mail Drop Box NOT APPLICABLE)

Ft Lauderdale, Florida 33308-7312
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this 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)

10/01/96
(DATE)