

P96000092146

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

RE: Alpha International Telephone Company

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

**EFFECTIVE DATE**  
**NOV - 7 1996**

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Financial Statement ***\$122.50 ***\$122.50		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX ( ) pgs.		
<b>SUBTOTALS</b>		

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	\$
	\$

FILED  
 96 NOV - 8 PM 3:04  
 SECRETARY OF STATE  
 TALLAHASSEE, FL 32304

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>AAH</u>	_____	_____	_____

WALK-IN Will Pick Up 11-8 1200

AAH  
11/8

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

EFFECTIVE DATE  
NOV - 7 1996

FILED  
96 NOV - 8 PM 3: 04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION FOR  
ALPHA INTERNATIONAL TELEPHONE COMPANY

The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I

NAME OF CORPORATION

The name of the corporation shall be ALPHA INTERNATIONAL TELEPHONE COMPANY, whose address is c/o Saul Cimpler, Esq., 407 Lincoln Road, Ste. 2-L, Miami Beach, FL 33139.

II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.

III

PURPOSES

The Corporation is organized for the purpose of transacting any and all lawful business.

IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of stock, all of one class, at \$1.00 per share par value.

V

REGISTERED AGENT

The address of this Corporation's initial registered office is c/o Law Offices of Saul Cimpler, 407 Lincoln Road, Ste. 2-L, Miami Beach, FL 33139 and the name of the registered agent at said address is Saul Cimpler, Esq.

VI

**INCORPORATOR**

The name and address of the incorporator is as follows:

Saul Cimpler, Esq.  
407 Lincoln Road, Ste. 2-L  
Miami Beach, FL 33139

VII

**BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one.

VIII

**INFORMAL SHAREHOLDER ACTION**

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

**INFORMAL DIRECTOR ACTION**

If all of the Directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI

**BYLAW AMENDMENT**

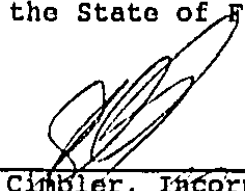
The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

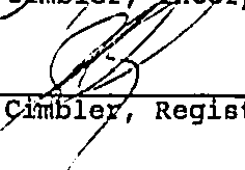
XII

**AMENDMENT OF ARTICLES**

These Articles of Incorporation may be amended at any time by a vote of the majority of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 7th day of November, 1996.

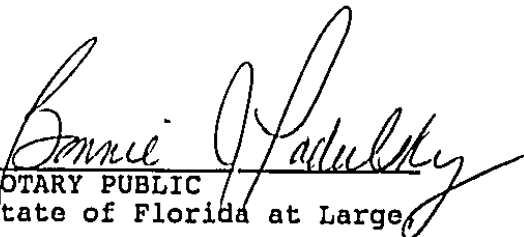
  
\_\_\_\_\_  
Saul Cimbler, Incorporator

  
\_\_\_\_\_  
Saul Cimbler, Registered Agent

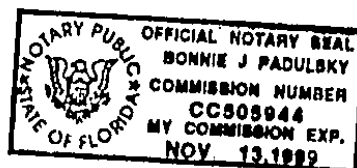
STATE OF FLORIDA )  
 ) ss:  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared SAUL CIMBLER, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 7 day of November, 1996.

  
NOTARY PUBLIC  
State of Florida at Large

My Commission expires:



FILED  
96 NOV -8 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACCEPTANCE BY REGISTERED AGENT  
OF  
ALPHA INTERNATIONAL TELEPHONE COMPANY

I, SAUL CIMBLER, as the registered agent  
INTERNATIONAL TELEPHONE COMPANY, a Florida corporation, hereby  
state that I am familiar with and accept the duties and  
responsibilities as registered agent for said corporation

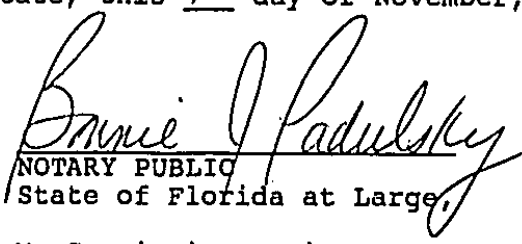
REGISTERED AGENT:

  
SAUL CIMBLER

STATE OF FLORIDA )  
                          ) SS:  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared  
SAUL CIMBLER to me well known to be the person described in and who  
executed the foregoing Acceptance by Registered Agent, and he  
acknowledged to and before me that he executed the same for the  
uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal  
at Miami in the said County and State, this 7 day of November,  
1996.

  
NOTARY PUBLIC  
State of Florida at Large

My Commission expires:

