

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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1.) Call the world inc.
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

789,502,1677

2/96-25111

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96 DEC 24 AM 9:23
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

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B. REGISTER DEC 24 1996

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95 DEC 24 AM 8:57
DIVISION OF CORPORATION
December 2, 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

CORPORATE ACCESS, INC.
1116-D THOMASVILLE ROAD
MOUNT VERNON SQUARE
TALLAHASSEE, FL 32303

SUBJECT: CALL THE WORLD INC.
Ref. Number: W96000025111

corrected
12/24/96
SM

We have received your document for CALL THE WORLD INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 096A00053893

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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

of

CALL BACK AROUND THE WORLD INC.

FILED
96 DEC 24 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be: CALL BACK AROUND THE WORLD INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1126 South Federal Highway, Suite 308, Fort Lauderdale, Florida 33316.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock, at no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Mr. Gary Mihelic, 1126 South Federal Highway, Suite 308, Fort Lauderdale, Florida 33316.

ARTICLE V - DIRECTOR(S)

The name(s) of the director(s) is(are): Gary Mihelic and Dieter Warzok.

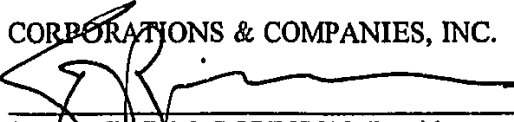
ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Corporations & Companies, Inc., Stephen D.M. Robinson, President, Suite 300A, Two Greenville Crossing, 4001 Kennett Pike, Wilmington, Delaware 19807.

The undersigned has executed these Articles of Incorporation this 21st day of November, 1996.

BY:

CORPORATIONS & COMPANIES, INC.


STEPHEN D.M. ROBINSON, President
Incorporator

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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.

1. The name of the corporation is: *Call Back Around the World Inc.*
2. The name and street address of the registered agent and office is:
*1126 South Federal Highway
Suite 308, Fort Lauderdale
Florida 33316.
GARY MIHELIC*

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)

11/18/96
(Date)

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TALLAHASSEE, FLORIDA