

CARLOS ACOSTA
2637 East Atlantic Blvd., Suite 108
Pompano Beach FL 33062

January 6, 1997

Dept. Of State
409 East Gaines Street
Tallahassee, FL 32399

900002049689--0
-01/08/97--01005--010
***122.50 ***122.50

Attn.: New Corp. Filing

RE: PHONE COMM. INC.

Dear Dept. Of State:

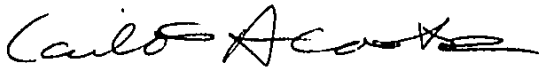
With regard to the captioned matter, enclosed please find the original and one (1) copy of the Articles of Incorporation of the above referenced corporation.

Also enclosed is my check in the sum of \$122.50 representing the cost of filing the corporation.

Please file said corporation, and return the certified copy of the Articles of Incorporation to me at your earliest convenience.

If you have any questions, please do not hesitate to contact me.

Sincerely,


Carlos Acosta

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -7 AM 10:15

97/1/14/97

**ARTICLES OF INCORPORATION
OF
PHONE COMM, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the laws of the state of Florida, adopts the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation is **PHONE COMM, INC.**

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The purposes for which the corporation is organized are to engage in the business of Sales and related services and to transact any or all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue shall be seven thousand, five hundred shares of common stock at par value of \$1.00 each.

ARTICLE V

The principal office and mailing address of the corporation are 2637 East Atlantic Blvd., Suite 108, Pompano Beach FL 33062.

ARTICLE IV

The address of the corporation's registered office is 2637 East Atlantic Blvd., Suite 108, Pompano Beach FL 33062, and the name of the corporation's initial registered agent at such address is Carlos Acosta.

ARTICLE VII

The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as the initial director is:

Carlos Acosta

2637 East Atlantic Blvd., Suite 108
Pompano Beach FL 33062

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DIVISION OF CORPORATIONS
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ARTICLE VIII

The name and address of the incorporator is:

Carlos Acosta

2637 East Atlantic Blvd., Suite 108
Pompano Beach FL 33062

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DIVISION OF CORPORATIONS


97 JAN -7 AM 10:15

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this ____ day of
January, 1997.


CARLOS ACOSTA
Incorporator and Registered Agent

REGISTERED AGENT ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered Agent for said corporation.


CARLOS ACOSTA
Registered Agent

STATE OF FLORIDA }
 }SS:
COUNTY OF BROWARD }

Before me, the undersigned authority, this day personally appeared CARLOS ACOSTA, who produced a Florida driver's license as identification, who upon being by me first duly sworn, deposes and says that he executed the above and foregoing for the purposes expressed therein before me this ____ day of January, 1997.

Notary Public, State of Florida

(corp-800.1)

END