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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: COMPUTER TELEPHONE INTEGRATION, INC.

AUDIT NUMBER.....H97000005658

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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>97 APR -8 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
COMPUTER TELEPHONE INTEGRATION, INC.

FILED
97 APR -8 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby executes these Articles of Incorporation, in order to form a Corporation under the laws of the State of Florida.

Article One - Name

The name of this Corporation shall be henceforth be known as "Computer Telephone Integration, Inc."

Article Two - Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

Article Three - Capital Stock

The maximum number of shares that this Corporation shall be authorized to have outstanding at any one time is one hundred (100) shares of common stock, having a nominal or par value of One Dollar (\$1.00) per share.

Article Four - Term of Existence

This Corporation is to exist perpetually.

Article Five - Address

The initial principal address for this Corporation in this State shall be Suite 600, 19 West Flagler Street, Miami, FL 33130 though the Board of Directors may from time to time move the principal office to any other address in Florida.

Article Six - Registered Agent

The initial Registered Agent for this Corporation shall be

These Articles of Incorporation prepared by:
Robert E. Paige, Esq., Florida Bar No. 464066
2151 LeJeune Road Suite 309A
Coral Gables, FL 33134

305.443-9217

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Robert E. Paige, Esq., whose address is Suite 309-A, 2151 Le Jeune Road, Coral Gables, Florida 33134, and this address shall also be known as the "registered office".

Article Seven - Directors

The Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by the shareholders, but shall never be less than one. The name and address of the initial Director is: David M. Turner, c/o Suite 600, 19 West Flagler Street, Miami, FL 33130.

Article Eight - Effective Date

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

Article Nine - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article Ten - Restrictions on Transfer of Shares

The Corporation shall have the right of first refusal as to any proposed transfer of shares.

Article Eleven - Incorporator

The name and address of the person signing these Articles of Incorporation is: Robert E. Paige, c/o Suite 309-A, 2151 Le Jeune Road, Coral Gables, Florida 33134.

Article Twelve - Amendment

These Articles of Incorporation may be amended in the manner

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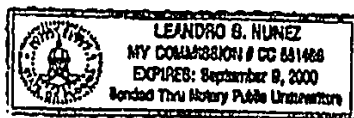
provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon unless all of the Directors and the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this April 7, 1997.


INCORPORATOR

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, the undersigned, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared ROBERT E. PAIGE, who is well known to me, and he acknowledged before me that he executed and subscribed the foregoing Articles of Incorporation as the said Incorporator. Witness my hand and seal in the County and State named above this April 7, 1997.




NOTARY PUBLIC STATE OF FLORIDA
My Commission Expires:

FILED
97 APR -8 AM 9:32
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Acceptance by Registered Agent

I, Robert E. Paige, Esq., by my execution hereof, hereby accept the designation as Registered Agent for this Corporation.


ROBERT E. PAIGE, ESQ.

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