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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: AMAX COMMUNICATIONS, INC.  
AUDIT NUMBER.....H9700005985  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..1 PAGES..... 3  
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF INCORPORATION  
OF  
AMAX Communications, Inc.

The undersigned subscriber, acting as incorporator of a corporation pursuant to chapter 607, Florida Statutes, adopt the following Articles of Incorporation, for such corporation.

ARTICLE I.

The name of this corporation is Amax Communications, Inc..

ARTICLE II.

The principal place of business and mailing address of this corporation is

261 NE 1st St Suite 220  
Miami, FL 33132

ARTICLE III.

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon filing.

ARTICLE IV.

The corporation is organized for the purpose of the commerce activities or other business permitted under the laws of the United States of America and the State of Florida.

ARTICLE V.

The corporation is authorized to issue one thousand shares (1,000) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Stock".

ARTICLE VI.

The name and address of the initial registered agent is:

Ms. Stephanye Johnson  
13724 N Kendall Dr #130  
Miami, FL 33186

This instrument prepared by:

Stephanye Johnson, EA  
13724 N Kendall Drive Suite 130  
Miami, FL 33186-1301  
(305) 698-4902

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ARTICLE VII.

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director(s) of the corporation are as follows:

Constantine Hinds  
101 NW 74 St # 2  
Miami, FL 33150

ARTICLE VIII.

The name and address of the person(s) signing these Articles of Incorporation is as follows:

Constantine Hinds  
101 NW 74 St # 2  
Miami, FL 33150

  
Signature/Title

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

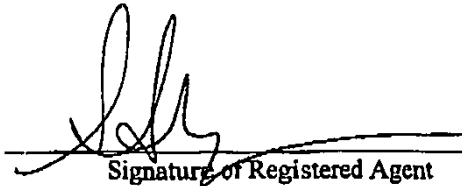
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is AMAX Communications, Inc. The name and address of the registered agent and office is Stephanye Johnson 13724 N Kendall Dr #130, Miami, FL 33186.

Having been named as registered agent and to accept service and process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

4/11/97

Date

  
Signature of Registered Agent

Stephanye Johnson

Printed Name of Registered Agent

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