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MIRIAM DE TORO, P.A.  
CERTIFIED PUBLIC ACCOUNTANT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 28 AM 10:10

April 24, 1997

MEMBER  
FLORIDA INSTITUTE OF  
CERTIFIED PUBLIC  
ACCOUNTANTS

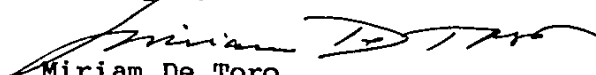
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl 32314

Gentlemen;

Enclosed is the Article of Incorporation of C.B.T. Communications Corp. Please file this Article. Enclosed is a check of \$122.50 for filing services.

Return certification to our office.

Thank you,

  
Miriam De Toro  
Certified Public Accountant

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ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation, providing for the formation, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation is:

CBT COMMUNICATIONS CORP.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized is "To engage in lawful business activity for which the corporation may be incorporated under the Florida General Corporation Act."

#### ARTICLE IV

The aggregate number of shares which the corporation is authorized to be issued is 500. Such shares shall be of a single class (capital stock), shall be \$1.00 par share par value, and shall be known as Section 1244 Stock such stock term is defined in the Internal Revenue Code.

#### ARTICLE V

The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of the State of Florida, the value of such property, labor or services to be determined by the Board of Directors.

#### ARTICLE VI

The amount of capital with which the corporation shall commence business shall be at least Five hundred dollars (\$500.00).

Five Hundred shares issued and outstanding.

ARTICLE VII

The principal street address and the initial registered office of the corporation is:

19831 West Lake Drive  
Hialeah, FL 33015

The initial Register Agent at such address is:

Carlos A. Bornacelli

ARTICLE VIII

The number of Directors constituting the initial Board of Director of the corporation is one (1) . The name and address of this person(s) who are to serve as members of the initial Board of Directors are:

Carlos A. Bornacelli	19831 West Lake Drive
	Hialeah, FL 33015


ARTICLE IX

The name and addresses of each Incorporator of these Articles of incorporation is/are as follows:

Carlos A. Bornacelli	19831 West Lake Drive
	Hialeah, FL 33015

Article X

The corporation shall at all times have any corporate powers enumerated in the General Corporation Act of Florida.

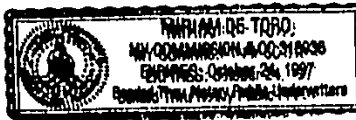
 (SEAL)

STATE OF FLORIDA  
COUNTY OF DADE

WITNESS my hand and official seal this 17th day of April, 1997.

Miriam D. Doro

My commission expires:



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DIVISION OF CORPORATIONS  
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Certificate designating place of business or domicile for the services of process within Florida, naming agent upon who process may be served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First that CBT Communications Corp., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 19831 West Lake Drive, Hialeah, FL 33015, has named Carlos A. Bornacelli, located at 19831 West Lake Drive, Hialeah, FL 33015, as its agent to accept service of process within Florida.

SIGNATURE

TITLE

DATE





04-22-87

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE

DATE



04-22-87