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ACCOUNT NO. : 072100000032

REFERENCE : 393426 7129296

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ORDER DATE : May 15, 1997

ORDER TIME : 3:02 PM

ORDER NO. : 393426-005

800002180698--1

CUSTOMER NO: 7129296

CUSTOMER: Ann Kendall, President  
WORLDTELCOM INT'L, INC.

670 Bella Vista Court South

Jupiter, FL 33477

FILED  
97 MAY 15 AM 9:02  
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: WORLDTELCOM INT'L, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

FILED  
97 MAY 15 PM 4:22  
DIVISION OF CORPORATIONS  
*5/16/97*

EFFECTIVE DATE

5/15/97

FILED  
SECRETARY OF STATE  
JUL 15 1997  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
of  
WORLDTelCom Int'l, Inc.**

**Article I. Name**

The name of this Florida Corporation is:  
**WORLDTelCom Int'l, Inc.**

**Article II. Address**

The mailing address of this corporation shall be:

**WORLDTelCom Int'l, Inc.  
P. O. Box 2868  
Jupiter, Florida 33468-2868**

**Article III. Capital Stock**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**2000 Shares**

**Article IV. Initial Registered Agent and Street Address**

The name and address of the initial registered agent is:

**Ann Kendall  
670 Bella Vista Court South  
Jupiter, Florida 33477**

**Article V. Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Ann L. Kendall  
John Vailati  
Dana V. Brook

**Article VII. Incorporator**

The name and address of the incorporator is:

Ann L. Kendall  
WORLDTelCom Int'l, Inc.  
P. O. Box 2868  
Jupiter, Florida 33468-2868

**Article VII. Corporate Existence**

The corporate existence of the Corporation shall begin effective as of May 15, 1997.

The authorized representative of the incorporator executed these Articles of Incorporation on this 12<sup>th</sup> day of May, 1997.

By: Ann L. Kendall, President  
Ann L. Kendall, President

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

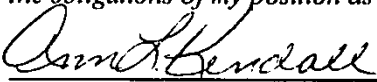
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **WORLDTelCom Int'l, Inc.**

2. The name and address of the registered agent and office is:

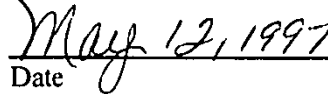
**Ann L. Kendall  
670 Bella Vista Court South  
Jupiter, Florida 33477**

*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 provision 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.*



Ann L. Kendall

Date



FILED  
SECRETARY OF STATE  
JUN 11 1997  
TALLAHASSEE, FLORIDA