

PA70004394

Charter Number Only

Requestor's Name  
Gabriel M. Sanchez  
Address  
9555 N. Kendall Dr. #200  
Miami, FL 33176  
City State ZIP Phone  
#595-4661

VALIDATION ONLY

300002182353--6  
-05/19/97--01002--018  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Fargo International Telecommunications Inc.

Empire Toll Free: 1-800-432-3028

97 MAY 19 AM 10:35  
FARGO INTERNATIONAL

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                      |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign         | <input type="checkbox"/> Mark                        |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                       |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Change of Registered Agents |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal      |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                  |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up          |
|  |  | <input type="checkbox"/> Mail Out                    |

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CERTIFIED COPY

**ARTICLES OF INCORPORATION  
OF  
FARGO INTERNATIONAL TELECOMMUNICATIONS, INC.**

**ARTICLE I**

The name of this corporation shall be FARGO INTERNATIONAL TELECOMMUNICATIONS, INC.

**ARTICLE II**

The term of existence of the Corporation is perpetual, unless sooner dissolved according to law. The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Department of State of the State of Florida.

**ARTICLE III**

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be organized to transact, and to do such other things as are incidental, necessary or desirable in order to accomplish the same.

**ARTICLE IV**

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, having a One Dollar (\$1.00) par value per share; each share having identical rights and privileges in every respect.

**ARTICLE V**

The street address of the Corporation's principal office and mailing address is: 5620 S.W. 59<sup>th</sup> Court, Miami, Florida 33143.

**ARTICLE VI**

The name and street address of the initial registered agent and office is: Gabriel M. Sanchez whose address is 9555 N. Kendall Drive, Suite 200, Miami, Florida 33176.

FILED  
97 MAY 19 AM 10:35  
STATE OF FLORIDA  
TALLAHASSEE

Articles of Incorporation  
Fargo International Telecommunications, Inc.

**ARTICLE VII**

The management and exercise of corporate powers is to be carried on by the below named shareholder of this Corporation, who is also appointed as director and officer of the Corporation as designated.

Fernando S. Tello - President

**ARTICLE VIII**

The shareholder reserve the right to fix any compensation of an officer and/or agent named to carry on the business of the Corporation.

**ARTICLE IX**

The Corporation may indemnify and hold harmless any and all officer(s) to the full extent permitted by law.

**ARTICLE X**

The Corporation shall not have a Board of Directors as permitted by Section 607.0732 of the Florida Statutes.

Any action required or permitted to be taken by an officer or shareholder(s) under any provision of law shall bind the Corporation.

**ARTICLE XI**

The shareholder(s) of the Corporation shall adopt By-Laws for the government of this Corporation, which shall be subordinate only to the Certificate of Incorporation and the laws of the United States and the State of Florida. The power to adopt, alter, amend or repeal the By-Laws shall be vested in the shareholder(s) subject to the procedure set forth in the By-Laws.

**ARTICLE XII**

The shareholder(s) of the Corporation shall include in the By-Laws or enter into an agreement for, restrictions regarding the sale, transfer or other disposition of any of the outstanding or unissued stock of the Corporation by the shareholder(s).

Articles of Incorporation  
Fargo International Telecommunications, Inc.

ARTICLE XV

The shareholder(s) expressly reserve the right to dissent to any merger.

ARTICLE XIV

The name and address of the person signing the Articles of Incorporation is:

Fernando S. Tello  
5620 S.W. 59<sup>th</sup> Court, Miami, Florida 33143

IN WITNESS WHEREOF, these Articles of Incorporation have been executed on May 14th,  
1997.

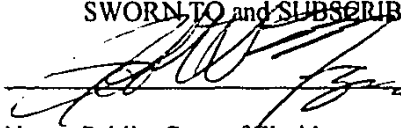
  
FERNANDO S. TELLO

STATE OF FLORIDA

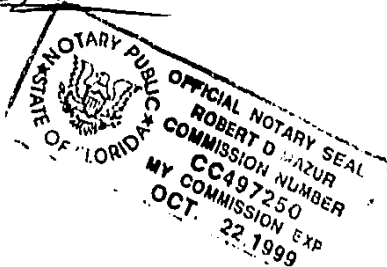
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, FERNANDO S. TELLO, who  
produced his Florida Driver's License No: 7400 257 580930 as identification and who executed the foregoing  
Certificate of Incorporation of FARGO INTERNATIONAL TELECOMMUNICATIONS, INC., and he  
has acknowledged before me that he has executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me on May 14, 1997.

  
Notary Public, State of Florida

My Commission Expires:



Articles of Incorporation  
Fargo International Telecommunications, Inc.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING  
THE AGENT UPON WHOM PROCESS MAY BE SERVED**

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

That **FARGO INTERNATIONAL TELECOMMUNICATIONS, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5620 S.W. 59<sup>th</sup> Court, Miami, Florida 33143 in Dade County, Florida, has named, GABRIEL M. SANCHEZ, located at 9555 North Kendall Drive, Suite #200, Miami, Florida 33176, as its Agent to accept service of process within Florida.

DATED: May 14, 1997.

FARGO INTERNATIONAL TELECOMMUNICATIONS, INC.

By: 

FERNANDO S. TELLO  
TITLE: President

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.

DATED: May 14, 1997.

REGISTERED AGENT

By: 

GABRIEL M. SANCHEZ, P.A.  
9555 North Kendall Drive, Suite #200  
Miami, Florida 33176  
Telephone No.: (305) 595-4661  
Facsimile No.: (305) 595-0198

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