

P97000045987

ISMAIL RAZA
1701 SW 12TH Avenue
Boca Raton, Florida 33486
(561) 392-9450

MAY 5, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002186771--7
-05/21/97--01075--014
****122.50 ****122.50

Re: FLORIDA PHONECARD COMMUNICATIONS, INC.

Dear Sirs:

Enclosed herewith please find Articles of Incorporation for the above-referenced corporation. Additionally, enclosed herewith please find check in the amount of \$122.50 representing filing fees for same.

Please forward filed documents to the above address.

Thank you.


Ismail Raza

D. BROWN MAY 23 1997

ARTICLES OF INCORPORATION OF FLORIDA PHONECARD COMMUNICATIONS, INC.

THE UNDERSIGNED subscriber to these Articles of Incorporation, a natural person competent to contract, forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME:

The name of this Corporation is: FLORIDA PHONECARD COMMUNICATIONS, INC.

ARTICLE II. NATURE OF BUSINESS:

The corporation July engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK:

The Capital Stock of this corporation shall be divided into ONE THOUSAND (1,000) shares of stock with \$1.00 par value.

ARTICLE IV. INITIAL CAPITAL:

The amount of capital with which this corporation will begin business is ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE V. TERM OF EXISTENCE:

This corporation shall exist perpetually from the date of the filing of these Articles.

ARTICLE VI. ADDRESS:

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

1701 S.W. 12TH AVENUE

BOCA RATON, FLORIDA 33486

The name of the initial resident agent of this corporation at that address is:

ISMAIL RAZA

The street address of the principal place of business shall be:

1701 S.W. 12TH AVENUE

BOCA RATON, FLORIDA 33486

ARTICLE VII. DIRECTORS:

This corporation shall have four (4) Directors initially. The number of directors may be increased or diminished from time to time, as provided in the By-Laws.

ARTICLE VIII. INITIAL ADDRESS:

The name and address of the member of the first Board of Directors is:

ISMAIL RAZA
1701 SW 12TH AVENUE
BOCA RATON, FLORIDA 33486

ARTICLE IX. SUBSCRIBERS:

The name and address of each Subscriber to these Articles of Incorporation is:

ISMAIL RAZA
1701 SW 12TH AVENUE
BOCA RATON, FLORIDA 33486

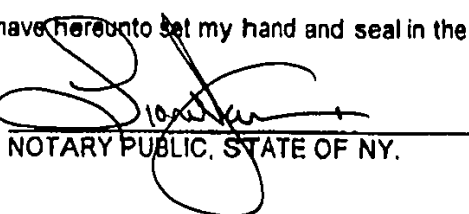
IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 5th day of MAY, 1997.


ISMAIL RAZA

STATE OF NEW YORK
COUNTY OF Queens

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County aforesaid personally appeared ISMAIL RAZA, known to me or who presented his Account Information, as identification, and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 5 day of May, 1997.

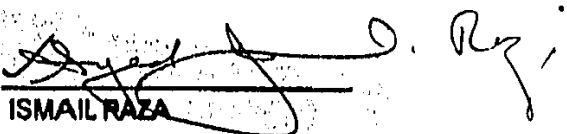

NOTARY PUBLIC, STATE OF NY.

My Commission Expires:

LIONEL D. JONES
NOTARY PUBLIC, State of New York
No. 01144785076
Qualified in Queens County
Commission Expires June 30, 1998

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at a place designated in this Certificate, I hereby accept said designation as Registered Agent and agree to comply with the provisions relative to keeping said office open.


ISMAIL RAZA