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Daniel J. Weinberg, P.A.

Daniel J. Weinberg
Certified Public Accountant

MEMBER:

American Institute of CPA's
New York State Society of CPA's
Florida Institute of CPA's

June 26, 1997

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

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-07/03/97--01006--009
*****70.00 *****70.00

SUBJECT: Wave Tech South Corp., Inc.
(Proposed corporate name)

To Whom It May Concern:

Enclosed please find original Articles of Incorporation together with one (1) copy along with a check in the amount of \$70.00 to cover the filing fees for the abovementioned corporation.

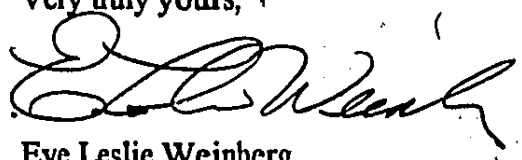
Please send acknowledgment receipt to:

Daniel Miguel
Wave Tech South Corp., Inc.

c/o DANIEL J. WEINBERG, P.A.
1761 W. Hillsboro Blvd., Suite 205
Deerfield Beach, FL 33442

FILED
97 JUL-3 AM 9:06
TALLAHASSEE, FLORIDA

Very truly yours,



Eve Leslie Weinberg
Vice President/Administrative Manager

ELW/he
articles.wav

JUL 7 1997 BSB

Articles of Incorporation
of

Wave Tech South Corp., Inc.

FILED
97 JUL -3 AM 9:06
TALLAHASSEE FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Wave Tech South Corp., Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10548 S.W. 8th Street
Miami, FL 33174

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: ONE THOUSAND (1,000) SHARES AT TEN CENTS (\$.10) EACH

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Daniel Miguel
1761 W. Hillsboro Blvd., Suite 205
Deerfield Beach, FL 33442

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation:

Daniel Miguel	Marco Marquez	Manuel R. Domenech
1761 W. Hillsboro Blvd.	1761 W. Hillsboro Blvd.	1761 W. Hillsboro Blvd.
Suite 205	Suite 205	Suite 205
Deerfield Beach, FL 33442	Deerfield Beach, FL 33442	Deerfield Beach, FL 33442

THE UNDERSIGNED, has(have) executed these Articles of Incorporation this

26th day of June, 1997.


Daniel Miguel

ARTICLE VI - PURPOSES

Business Purpose: To sell communication equipment to businesses and to the general public.

CERTIFICATE OF DESIGNATION
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:

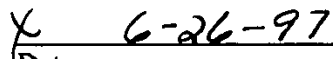
Wave Tech South Corp., Inc.

The registered agent and office is:

Daniel Miguel
1761 W. Hillsboro Blvd., Suite 205
Deerfield Beach, FL 33442



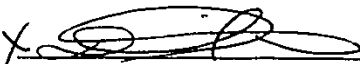
Daniel Miguel



Date

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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 PROVISIONS OF ALL STATUTES RELATING TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH
AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

X 
Daniel Miguel

X 6-26-97
Date

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