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LAW OFFICES OF
MIGUEL SAN PEDRO, P.A.

Four Ambassadors
Tower III, Suite 449
825 South Bayshore Drive
Miami, Florida 33131
(305) 373-8211

July 21, 1997

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

800002245420--6
-07/23/97--01038--009
****245.00 ****122.50

Re: SUPER PHONES FOR ALL, INC.
LIFE SWEET LIFE, INC.

Dear Sir/Ms.:

Enclosed please find original and one copy of the above-captioned corporations.

Also enclosed is our firm check in the amount of \$245.00 for the incorporation of same.

Thank you for your anticipated cooperation.

Very truly yours,

Miguel San Pedro
Miguel San Pedro

MSP:ct
Enclosures

JUL 24

BSB

97 JUL 23 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Prepared by:
Law Offices of Miguel San Pedro
Florida Bar No. 271381
Four Ambassadors
Tower III, Suite 449
825 Brickell Bay Drive
Miami, Florida 33131

FILED

97 JUL 23 PM 3:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LIFE SWEET LIFE, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

ARTICLE I

Name of Corporation

The name of this corporation is:

LIFE SWEET LIFE, INC.

ARTICLE II

General Purpose

This Corporation is hereby organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Laws of The State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

Address

The initial street of the principal office of this corporation in the State of Florida is:

8357 W. Flagler Street, Miami, Florida, 33144

ARTICLE V

Directors

The business of this corporation shall be managed by a Board of Directors. There shall be one (1) Directors initially. The number of Directors may be increased, after such increase, decreased from time to time by the by-laws adopted by the shareholders. In no event shall the number of Directors be less than one.

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

Lourdes F. Kincade
8357 W. Flagler Street, Suite 303
Miami, Florida, 33144

ARTICLE VI

Director

The name and street address of each person signing the Articles of Incorporation as subscribers are:

Lourdes F. Kincade
8357 W. Flagler Street, Suite 303
Miami, Florida, 33144

ARTICLE VII

Date of Corporate Existence Commences

The date when corporate existence for this corporation shall begin upon the filing of this document with the Secretary of State.

ARTICLE VII

Registered Agent

I, Miguel San Pedro, Esquire, an individual resident of the State of Florida, whose office is:

Four Ambassadors
Tower III, Suite 449
825 Brickell Bay Drive
Miami, Florida 33131

and does hereby state that he accepts appointment as Registered Agent for this Corporation.


Miguel San Pedro, Registered Agent

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal by laws shall be vested in and is hereby reserved to the shareholders. By-Laws shall be adopted, altered, amended or repealed as provided therein.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this 11 day of July, 1997.


Incorporator

FILED
97 JUL 23 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 11
day of July 1997.

 Personally known.
 Identification

Mary C. Turner
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



MARY C. TURNER
COMMISSION # CC382481
EXPIRES JUNE 13, 1998