

P97000066926

8/01/97
ORIGINAL ADVISORY OF DEPT. OF JUSTICE
SUBJECT: CREDIT SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000012624 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C. ROBERTSON

Brian Fong

PHONE: (305) 672-0686

FAX #: (305) 672-9110

NAME: MER UNIVERSAL TELECOMMUNICATIONS CORP.

AUDIT NUMBER.....H97000012624

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED
87-03-16

EFFECTIVE DATE

08-01-97

9N 8-4-97

H97000012824

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
MBR Universal Telecommunications Corp.

Article II. Address

The mailing address of the Corporation is:
MBR Universal Telecommunications Corp.
6405 NW 36th Street, Suite 107
Miami FL 33166

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Eliyahu Ninio
6405 NW 36th Street, Suite 107
Miami FL 33166

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Eliyahu Ninio

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 applicable law.

Rebeca Yaker | FL Bar Member 989037
Rebeca F. Yaker, P.A.
80 SW 8th Street, Suite 2021
Miami FL 33130
305-373-3202

H97000012824

Copyright © 1993-1997 CC

FILED
97 AUG -6 PM 2:45

EFFECTIVE DATE

08-01-97

H87000012824

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, per value \$.01 per share.

Article VI. Incorporator

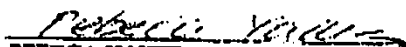
The name and address of the incorporator is:

Rebeca Yaker
Rebeca F. Yaker, P.A.
80 SW 8th Street, Suite 2021
Miami FL 33130

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 1, 1997.

The undersigned incorporator executed these Articles of Incorporation on August 1, 1997.


REBECA YAKER

Rebeca Yaker / FL Bar Member 989037
Rebeca F. Yaker, P.A.
80 SW 8th Street, Suite 2021
Miami FL 33130
305-373-8202

H87000012824

Copyright © 1997 CC

H97000012624

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
MBR Universal Telecommunications Corp.

REGISTERED AGENT/OFFICE:
Eliyahu Ninio
6405 NW 36th Street, Suite 107
Miami FL 33166

EFFECTIVE DATE
08-01-97

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ELIYAHU NINIO
by Rebeca Yaker as attorney-in-fact

Date: August 1, 1997

Rebeca Yaker | FL Bar Member 989037
Rebeca F. Yaker, P.A.
60 SW 8th Street, Suite 2021
Miami FL 33130
305-373-3202

H97000012024

Copyright © 1993-1997 CC