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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: DYNAMIC COMMUNICATIONS, INC,  
AUDIT NUMBER.....H97000017816

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

CERT. OF STATUS..0

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight OCT 28 1997

Thanks!

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ARTICLES OF INCORPORATION  
OF

BUDGET COMMUNICATIONS, INC.

ARTICLE I-NAME

The name of this Corporation is BUDGET COMMUNICATIONS, INC.

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue (FIVE HUNDRED) 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is BUDGET COMMUNICATIONS, INC. The principal place of business of the corporation shall be at 10 NW 203 TERR #8 NORTH MIAMI, FLORIDA 33169.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and address of the initial Director is:

<u>NAME</u>	<u>ADDRESS</u>
ANTONIO EDUARDO ARCE	10 NW 203 TERR # 8 NORTH MIAMI, FL. 33169
JOHN J. OSORIO	1550 W 44 PL # 208A HIALEAH, FL. 33012

PREPARED BY: Herminia Rosario  
4410 W 16th Ave Ste. 2  
Hialeah, FL 33012  
TEL: (305) 828-8622  
FAX: (305) 828-4657

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FAX: (305) 928-4657

ARTICLE VII-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X-INCORPORATOR

The initial person signing these articles of incorporation is ANTONIO EDUARDO ARCE.

ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this October 25, 1997.

  
ANTONIO E. ARCE

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ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of sections 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. BUDGET COMMUNICATIONS, INC. a Florida Corporation organized under the laws of the State of Florida has named ANTONIO E. ARCE, located at Hialeah, Dade County, State of Florida, as its agent to accept service of process within this state.

  
ANTONIO E. ARCE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR BUDGET COMMUNICATIONS, INC., AT 10 NW 203 TERR #8 NORTH MIAMI FLORIDA, 33169. THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

October 25, 1997.

  
ANTONIO E. ARCE

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