

December 3, 1997

FLORIDA DEPT. OF STATE
NEW FILINGS SECTION
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

200002364352--9
-12/05/97--01079--015
****122.50 ****122.50

Dear Sirs:

I am enclosing two copies of the Articles of Incorporation for CNS TELECOM, INC.

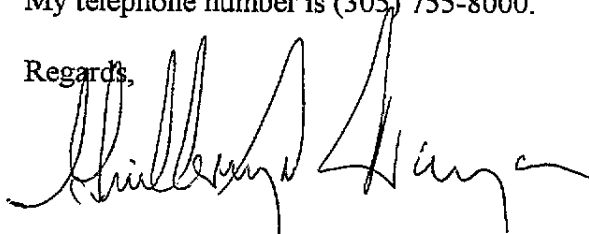
I am also enclosing a check for \$122.50 to cover the various fees.

Please send me a certified copy of Articles of Incorporation of CNS TELECOM, INC. to the following address:

GUILLERMO ARANA 14766 S.W. 43 WAY, MIAMI, FLORIDA 33185.

My telephone number is (305) 755-8000.

Regards,



Guillermo Arana

FILED
97 DEC -5 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/8/97

ARTICLES OF INCORPORATION
OF
CNS TELECOM, INC.

FILED
97 DEC -5 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATORS FOR THE PURPOSE OF FORMING
CORPORATION, UNDER THE FLORIDA GENERAL CORPORATION ACT,
HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION

I

THE NAME OF THE CORPORATION SHALL BE:
CNS TELECOM, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE: 28
WEST FLAGLER STREET, SUITE 444, MIAMI, FLORIDA 33130.

II

THE MAIN PURPOSE OF THIS CORPORATION IS: TELECOMMUNICATIONS
SERVICES & ENHANCED SERVICES AND IT MAY ENGAGE IN OR TRANSACT
ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE
LAW OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER
STATE, COUNTRY, TERRITORY OR NATION.

III

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE
THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT
ANY ONE TIME IS: 500 SHARES OF \$1.00 PAR VALUE.

IV

THE EXISTANCE OF THIS CORPORATION IS PERPETUAL.

V

THE NAME AND STREET ADDRESS OF THE INITIAL OFFICERS AND
DIRECTORS OF THIS CORPORATION, WHO SHALL HOLD OFFICE UNTIL
THEIR SUCCESSORS ARE ELECTED ARE:

GUILLERMO ARANA
PRESIDENT, SECRETARY AND TREASURER
14766 S.W. 43 WAY, MAMI, FL 33185

VI

THE STOCKHOLDERS AND NUMBER OF SHARES OF THE CORPORATION
ARE:

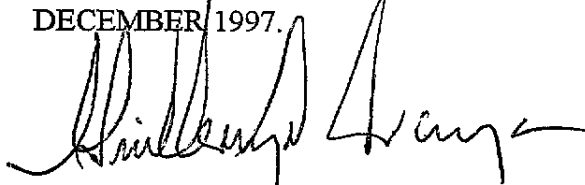
GUILLERMO ARANA
14766 SW 43 WAY
MIAMI, FL 33185

500 SHARES

THE NAME AND STREET ADDRESS OF THE INCORPORATOR OF THESE
ARTICLES OF INCORPORATION IS:

GUILLERMO ARANA 14766 SW 43 WAY, MIAMI FL 33185.

IN WITNESS WHEREOF, THE UNDERSIGNED, AS INCORPORATOR HAS
EXECUTED THESE ARTICLES OF INCORPORATION THIS 3 DAY OF
DECEMBER 1997.



GUILLERMO ARANA
PRESIDENT

FILED
91 DEC -5 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

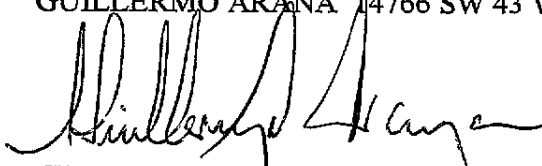
CERTIFICATE DESIGNATING
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 607.325, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION UNDER THE LAW OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTER AGENT, IN THE STATE OF FLORIDA.

THE NAME OF THE CORPORATION IS: CNS TELECOM, INC.

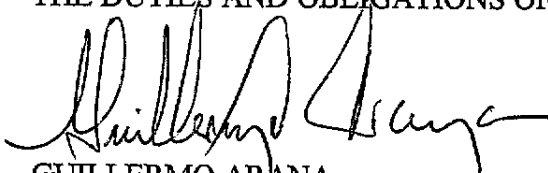
THE NAME AND ADDRESS OF THE REGISTER AGENT IS:

GUILLERMO ARANA 14766 SW 43 WAY, MIAMI, FLORIDA 33185.



GUILLERMO ARANA
PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT
THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.



GUILLERMO ARANA
PRESIDENT

STATE OF FLORIDA
COUNTY OF DADE

Fidelity Duties Received
A 650-290-63-469-0
SEP. 12/29/02

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AND SWORN TO
BEFORE ME THIS 3 DAY OF DECEMBER 1997 BY GUILLERMO ARANA OF CNS
TELECOM, INC.

Rachele Pradel

NOTARY PUBLIC

