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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

M. B. C. Incorporated

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98 JAN 29 PM 3:50
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TALLAHASSEE, FLORIDA

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RUSH

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

☐ Certificate of FICTITIOUS NAME

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Ordered By:

K. Rolfe
W98-1710
JAN 28 1998

Date:

K. Rolfe
JAN 30 1998

RECEIVED
98 JAN 23 PM 2
DIVISION OF CORPORATE



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 26, 1998

UCC FILING & SEARCH SERVICES
526 EAST PARK AVE
TALLAHASSEE, FL 32301

SUBJECT: M.B.C. INCORPORATED
Ref. Number: W98000001710

*Resubmitted
1/29/98*

We have received your document for M.B.C. INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 298A00004118

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DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

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98 JAN 29 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

M. B. C. OF SOUTH FL., INC. ----

The undersigned Subscriber to these Articles of Incorporation, a natural person competent to contract, hereby present these Articles of Incorporation for the formation of a corporation for profit under the laws of the State of Florida, of the United States of America, by and under the provisions and statutes of that State providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations organized pursuant to the provisions thereof, do hereby make, subscribe, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I
CORPORATE NAME

The name of this corporation shall be:

M. B. C. OF SOUTH FL., INC.

ARTICLE II
PURPOSE

The general nature and purpose of the business to be transacted by this corporation shall be:

To engage in every phase and aspect of a telecommunications, software and development firm.

To engage in any other type of lawful business for which the corporation or corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time shall be limited to Five Hundred (500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV
CAPITAL

The amount of capital with which this corporation shall commence business is not less than Two Hundred Fifty Dollars (\$250.00).

ARTICLE V
DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing of the Articles of Incorporation and shall have perpetual existence unless dissolved according to law.

ARTICLE VI
ADDRESS

The principal office and mailing address of this corporation shall be located at 6512 Hollywood Boulevard, Hollywood, Florida 33024. However, the address may be changed to another location at a later date.

ARTICLE VII
SUBSCRIBER

The names and addresses of the subscribers to these Articles of Incorporation are:

ROBERT A. GLICKMAN
6512 HOLLYWOOD BLVD.
HOLLYWOOD, FL. 33024

MITCHELL PIERCE
6512 HOLLYWOOD BLVD.
HOLLYWOOD, FL. 33024

ARTICLE VIII
BOARD OF DIRECTORS

The Directors constituting the initial Board of Directors shall be two (2) in number at this time but may change at any time thereafter. The names and addresses of the Directors who will serve as board members are:

ROBERT A. GLICKMAN
6512 HOLLYWOOD BLVD.
HOLLYWOOD, FL. 33024

MITCHELL PIERCE
6512 HOLLYWOOD BLVD.
HOLLYWOOD, FL. 33024

ARTICLE IX

The original incorporator of this corporation shall have the right upon its organization to assign and deliver his subscription of stock or a specified number of stock shares thereof to any other person or to firms or corporations who may hereafter become subscribers to the capital stock of said corporation; who upon acceptance of such assignment, shall stand in lieu of the incorporator and assume and carry out all the rights, liabilities and duties entailed by said subscriptions subject to the laws of the State of Florida and the execution of these instruments of assignment.

ARTICLE X

The names and addresses of the corporate officers of this corporation and the corporate offices held until a successor and or successors are elected are:

ROBERT A. GLICKMAN
6512 HOLLYWOOD BLVD.
HOLLYWOOD, FL. 33024

MITCHELL PIERCE
6512 HOLLYWOOD BLVD.
HOLLYWOOD, FL. 33024

PRESIDENT

VICE PRESIDENT/
SECRETARY

ARTICLE XI

The corporation shall indemnify any Officer or Director of this corporation to the full extent as permitted by law.

ARTICLE XII
STOCKHOLDER

The names and addresses of the stockholders of this corporation are:

ROBERT A. GLICKMAN
6512 HOLLYWOOD BLVD.
HOLLYWOOD, FL. 33024

MITCHELL PIERCE
6512 HOLLYWOOD BLVD.
HOLLYWOOD, FL. 33024

50% (FIFTY PERCENT)

50% (FIFTY PERCENT)

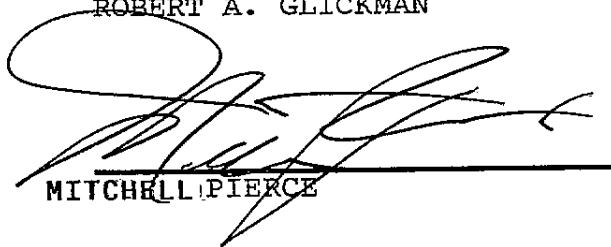
ARTICLE XIII

The corporation reserves the right to amend, alter, change or repeal any provision or provisions thereof, contained in these Articles of Incorporation in the same manner now or hereafter prescribed by Statute, and all rights conferred upon its stockholders herein are granted subject to this condition.

IN WITNESS WHEREOF, the undersigned has made and
subscribed to these Articles of Incorporation for the uses
and purposes aforesaid and does hereby declare and certify
that the facts contained herein are true, this 20TH
day of JANUARY, in the year 1998.



ROBERT A. GLICKMAN



MITCHELL PIERCE

DESIGNATED REGISTERED AGENT AND OFFICE

The designated registered agent and office of
M. B. C. OF SOUTH FL., INC.

ROBERT A. GLICKMAN
6512 HOLLYWOOD BOULEVARD
HOLLYWOOD, FLORIDA 33024

and he will accept service of process for the above
stated corporation at the place designated herein.

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 position as registered
agent.



ROBERT A. GLICKMAN

DATE: JAN. 20, 1998

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98 JAN 29 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA