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CORPORATION SERVICE COM	PANY	·
(Requestor's Name)	:	
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(Address)	(904)	
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(City, State, Zp)	(Phone #) Ext. 149	\$100 EXPL. D.
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01/29/98

ARTICLES OF INCORPORATION

<u>OF</u>

SPECIRUM TELECOMMUNICATIONS CORP.

ARTICLE I

The name of the corporation is SPECTRUM TELECOMMUNICATIONS CORP: (hereinafter called the "Corporation").

<u>ARTICLE II</u>

The address of the principal office and the mailing address of the Corporation is 16501 N.W. 16TH Court, Miami, Florida 33169.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Par Value <u>Per Share</u>	Class of <u>Stock</u>
20.000.000	\$.01	common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or
- (2) If the holders of not less than 50 percent of the shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Florida 32301, City of Tallahassee, County of Leon, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is one (4), and the names and address of the members of the initial Board of Directors who are to serve as the Corporation's sole directors until his successor is duly elected and qualified is:

<u>Name</u> Amancio Victor Suarez Amancio Jorge Suarez Howard Glicken Leo George

<u>Address</u> 7280 Lago Drive West, Coral Gables, Fl. 33143 158 Isla Dorada, Coral Gables, Fl. 33134 8400 Old Cutler Road, Coral Gables, Fl. 33143 848 S. Healthwood Dr., Marco Island, Fl. 33145

ARTICLE VII

Corporation

and the address of the Incorporator The name of the Incorporator is Service Company 1201 Hays Street, Tallahassee, Florida 32301.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers an directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 29th day of January, 1998.

Incorporator

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SPECTRUM TELECOMMUNICATIONS CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607,0505.

CORPORATION SERVICE COMPANY

By: Neleorah R. Skepper
Registered Agent

DATED: JANUARY 29, 1998.