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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 764351 7106539

AUTHORIZATION :

Patricia Pigitt

COST LIMIT : \$ 122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR -1 PM 2:06

ORDER DATE : April 1, 1998

ORDER TIME : 10:54 AM

ORDER NO. : 764351-005

CUSTOMER NO: 7106539

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CUSTOMER: Steven R. Bomser, Cpa  
STEVEN R. BOMSER, C.P.A., P.A.

Suite 301  
800 East Broward Boulevard  
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: MULTINET COMMUNICATIONS LONG  
DISTANCE SERVICES GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS: \_\_\_\_\_

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## ARTICLES OF INCORPORATION

### MULTINET COMMUNICATIONS LONG DISTANCE SERVICES GROUP, INC.

The undersigned incorporator hereby forms a corporation under chapter 607 of the laws of the State of Florida.

#### ARTICLE 1- NAME

The name of this corporation is MULTINET COMMUNICATIONS LONG DISTANCE SERVICES GROUP, INC.

#### ARTICLE 2- PRINCIPAL OFFICE

The street address of the initial principal office of the corporation shall be: 3121 N E 51st Street, Ft Lauderdale, FL 33308.

#### ARTICLE 3- PURPOSE

The corporation is organized for the purpose as communications services or in any activity that is lawful in this state or the United States.

#### ARTICLE 4- CAPITAL STOCK

This corporation is authorized to issue one thousand(1,000) shares of one dollar(\$1.00) par value common stock which shall be designated as "common shares".

#### ARTICLE 5- INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 3121 N E 51st Street, Ft Lauderdale, FL 33308 and the name of the initial registered agent of this corporation at that address is Howard Goldberg.

#### ARTICLE 6- INITIAL BOARD OF DIRECTORS

The corporation shall initially have one(1) director to hold office until the first annual meeting of the stockholders and their successor shall have been duly elected and qualified or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the by-laws of the corporation. The name and address of the initial director is

Howard Goldberg- 3121 N E 51st Street, Ft Lauderdale, FL 33308

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#### ARTICLE 7- INCORPORATOR

The name and address of the incorporator signing these articles is: Howrad Goldberg-  
3121 N E 51st Street, Ft Lauderdale, Fl 33308.

#### ARTICLE 8- PRE-EMPTIVE RIGHTS

every shareholder, upon the sale for cash of any new stock shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

#### ARTICLE 9- INDEMNIFICATION

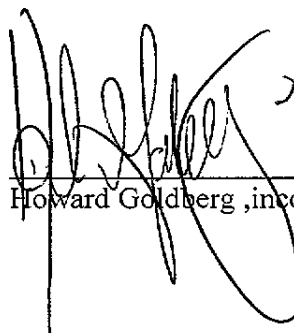
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE 10- AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: March 26, 1998

A handwritten signature in black ink, appearing to read "Howard Goldberg", is written over a horizontal line. The signature is stylized with large, sweeping loops.

Howard Goldberg, incorporator

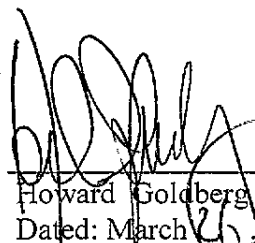
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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

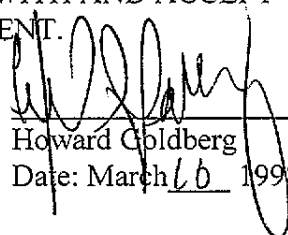
Pursuant to the provisions of Section 607.0501, Florida Statutes,, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:  
MULTINET COMMUNICATIONS LONG DISTANCE SERVICES GROUP, INC.
2. The name and address of the registered agent and office is:

Howard Goldberg  
3121 N E 51st Street  
Ft Lauderdale, Fl 33308

  
Howard Goldberg, incorporator  
Dated: March 26, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

  
Howard Goldberg  
Date: March 26, 1998