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TO: DIVISION OF CORPORATIONS
FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694
FAX #: (850)922-4001
ACCT#: 072450003255
FAX #: (305)541-3770
NAME: PERSONAL CALLING SERVICE CORP.
AUDIT NUMBER.....H98000010982
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1998

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SUBJECT: PERSONAL CALLING SERVICE CORP.
REF: W98000013540

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ARTICLES OF INCORPORATION
OF
PERSONAL CALLING SERVICE CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **PERSONAL CALLING SERVICE CORP.**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

ARTICLE IV

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is One million (1,000,000) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

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Prepared by: Mark L. Bryn
2 S. Biscayne Blvd #13599
Miami FL 33131
(305) 374-0501 FBN-321842

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ARTICLE VI

The name and address of the incorporator signing these Articles are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite 3599
Miami, Florida 33131

ARTICLE VII

The name and address of the initial registered agent and the initial registered office are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite #3599
Miami, Florida 33131

ARTICLE VIII

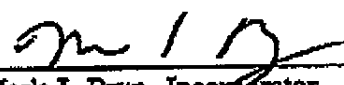
The initial by-laws of the corporation shall be adopted by the directors. Thereafter, by-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

ARTICLE IX

The principal place of business and mailing address of this corporation is:

550 Fairway Drive
Suite 210
Deerfield Beach, Florida 33441

EXECUTED at Miami, Florida, this 1st day of June, 1998.


Mark J. Bryn, Incorporator

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Prepared by:
Mark J. Bryn
FL Bar # 321842
2 S. Biscayne Blvd.
Suite 3599
Miami, FL 33131
(305) 374-0501

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

PERSONAL CALLING SERVICE CORP. desiring to organize under the laws of the State of Florida, hereby designates Mark J. Bryn as its registered agent and 2 South Biscayne Boulevard, Suite #3599, Miami, Florida 33131, as its registered office.

ACCEPTANCE

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.


Mark J. Bryn

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Prepared by:
Mark J. Bryn
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