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FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
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ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: EASY COMMUNICATIONS SERVICES OF AMERICA, INC  
AUDIT NUMBER.....H98000011508  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0  
CERT. COPIES.....1  
PAGES.....4  
DEL.METHOD.. FAX  
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ARTICLES OF INCORPORATION

OF

EASY COMMUNICATIONS SERVICES OF AMERICA, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the Corporation is Easy Communications Services of America, Inc. (the "Corporation").

SECOND:

The street address of the initial principal office and mailing address of the Corporation is 1205 S.W. 4<sup>th</sup> Ave., Delray Beach, FL 33444.

THIRD: The maximum number of shares of stock which the Corporation is authorized to issue or have outstanding at any time shall be one thousand (1000) shares of common stock of \$.01 par value.

FOURTH: The street address of the initial registered office of the Corporation is: 1205 S.W. 4<sup>th</sup> Ave., Delray Beach, Florida 33444 and the registered agent at that address is: Jay Benter.

FIFTH: The name and address of the incorporator of the Corporation is: Jay Benter, 1205 S.W. 4<sup>th</sup> Ave., Delray Beach, Florida 33444.

SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

SEVENTH: The corporation expressly elects not to be governed by either 607.0901 or 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

PREPARED BY:  
Tim Benter, Esq.  
Florida Bar No.: 128790  
Broad and Cassel  
Broward Financial Centre (434) 764-7060  
500 East Broward Boulevard, Suite 1130  
Fort Lauderdale, Florida 33394

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IN WITNESS WHEREOF, the undersigned incorporator has executed  
these Articles of Incorporation this 19 day of JUNE, 1998.



JAY BENTER, Incorporator

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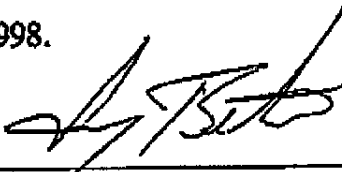
H980000011508  
ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

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.

Dated this 19<sup>TH</sup> day of JUNE, 1998.

  
\_\_\_\_\_  
JAY BENTER, Registered Agent

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