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Proposition of	
Seffrey boy cohen Requestor's Name Sonny Isles Blvd. Address	T 0 N 0
W. Wiami Beach Fl 33160 City State 21P Phone 940-1985 A	N L Y

CORPORATION(S) NAME

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ARTICLES OF INCORPORATION

OF

RELIABLE TELECARD CORPORATION



ARTICLE I - NAME

The name of the Corporation is RELIABLE TELECARD CORPORATION.

ARTICLE II - ADDRESS

The principal office, or mailing address of the Corporation is 12000 Biscayne Boulevard, Suite 802, North Miami, Florida 33181.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is one thousand (1000) shares of common stock having the par value of One (\$1.00) Dollar.

ARTICLE VI - PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights in accordance with the provisions of Florida Statutes Section 607.0603, pursuant to the terms and conditions, if any, prescribed by the board of directors.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation is 297 Sunny Isles Boulevard, North Miami Beach, Florida 33160. The initial registered agent at such address is Jeffrey Roy Cohen, Esq..

ARTICLE VIII - DIRECTORS

The Corporation shall have one director initially, whose name and street address is as follows:

NAME ADDRESS

Gregory Marshall 12000 Biscayne Boulevard Suite 802

North Miami, Florida 33181

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator of this Corporation is as follows:

NAME ADDRESS

Jeffrey Roy Cohen 297 Sunny Isles Boulevard

North Miami Beach, Florida 33160

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles
of Incorporation this 6th day of October 1998.
(SEAL)
STATE OF FLORIDA COUNTY OF MIAMI-DADE
Before me personally appeared Jeffrey Roy Cohen, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.
Witness my hand and official seal in the County and State named this day of
Michelle L Skunner My Commission CC599685 Expires November 7 2000 MOTARY PUBLIC STATE OF FLORIDA AT LARGE
Personally Known OR Produced Identification Type of Identification Produced

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that **RELIABLE TELECARD CORPORATION**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 12000 Biscayne Boulevard, Suite 802, North Miami, Florida 33181, has named Jeffrey Roy Cohen, located at 297 Sunny Isles Boulevard, North Miami Beach, Florida 33160, as its agent to accept service of process within Florida.

Signature (Corporate Officer)

Title (Corporate Officer)

Date (Officer)

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I feether agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature (Registered Agent)

Date _____