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FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PARAMOUNT TELECOM CORPORATION  
AUDIT NUMBER.....H98000019357

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....5

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ARTICLES OF INCORPORATION

OF

PARAMOUNT TELECOM CORPORATION

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

ARTICLE I. NAME

The name of the corporation shall be: PARAMOUNT TELECOM CORPORATION. The address of the principal office of this corporation shall be 1075 N.E. 176th Street, North Miami Beach, FL 33162, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1 par value per share.

THIS INSTRUMENT PREPARED BY:  
ANDREW M. IVES, ESQ.  
FL BAR NO. 964115  
GENET, CRISCUOLO & MILGRIM, P.A.  
99 N.E. 167 STREET  
North Miami Beach, Florida 33162  
305-653-0455

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ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1075 N.E. 176th Street, North Miami Beach, FL 33162, and the name of the initial registered agent of the corporation at that address is Aaron Goldberg.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial member of the Board of Directors is:

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Aaron Goldberg, 1075 N.E. 176th Street, North Miami Beach, FL  
33162.

ARTICLE IX. OFFICERS

The names and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

NAME	ADDRESS
Aaron Goldberg	1075 N.E. 176th Street, North Miami Beach, FL 33162. (President, Secretary, and Treasurer)
Brigitte Goldberg	1075 N.E. 176th Street, North Miami Beach, FL 33162. (Vice-President)

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Aaron Goldberg- 1075 N.E. 176th Street, North Miami Beach, FL 33162.

IN WITNESS WHEREOF, the undersigned has hereunto set his  
hand and seal on this 15th day of October, 1998.

WITNESSES:

Angelina Marquez  
PRINT NAME: Angelina Marquez

Candace Martinez  
PRINT NAME: Candace Martinez

Aaron Goldberg  
Aaron Goldberg

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN  
ARTICLES OF INCORPORATION**

THE UNDERSIGNED, having been designated Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

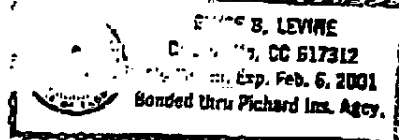
  
Aaron Goldberg

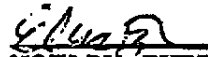
STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Aaron Goldberg, who has produced FLA. DT. - 0431.000.04-179-0 as identification, or personally known to me to be the person (s) who subscribed to the foregoing Articles of Incorporation, and he did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the County and State above set forth this 15th day of October, 1998.

MY COMMISSION EXPIRES:



 (SEAL)  
NOTARY PUBLIC, STATE OF  
FLORIDA AT LARGE

PRINT NAME: Elyse B. Levine

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