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Requestor's Name
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CORPORATION(S) NAME

SHR TELECOM, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 7, 1998

EMPIRE

MIAMI, FL

SUBJECT: SKY TELECOM, INC.
Ref. Number: W98000027216

We have received your document for SKY TELECOM, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 898A00057599

ARTICLES OF INCORPORATION

of

YAZCOM, INC.

(name of corporation)

98 DEC 14 AM 11:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

YAZCOM, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue eight million shares (8,000,000) of one cent Dollar(s) (\$.01) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

| | | | |
|---------|-----------------------------------|---------|------------------|
| NAME | <u>LEO KOGAN</u> | | |
| ADDRESS | <u>1100 LEE WAGNER BLVD. #105</u> | | |
| CITY | <u>FT. LAUDERDALE</u> | FLORIDA | ZIP <u>33315</u> |

The principal office, if known, or the mailing address of the corporation is:

| | | | |
|---------|-----------------------------------|---------|------------------|
| NAME | <u>YAZCOM, INC.</u> | | |
| ADDRESS | <u>1100 LEE WAGNER BLVD. #105</u> | | |
| CITY | <u>FT. LAUDERDALE</u> | FLORIDA | ZIP <u>33315</u> |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

| | | | |
|---------|---------------------------|-------|--------------|
| NAME | FARIMAN YAZDI | | |
| ADDRESS | 1100 LEE WAGNER BLVD #105 | | |
| CITY | FT. LAUDERDALE | STATE | FL ZIP 33315 |
| NAME | LEO KOGAN | | |
| ADDRESS | 1100 LEE WAGNER BLVD #105 | | |
| CITY | FT. LAUDERDALE | STATE | FL ZIP 33315 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | | |
|---------|---------------------------|-------|--------------|
| NAME | FARIMAN YAZDI | | |
| ADDRESS | 1100 LEE WAGNER BLVD #105 | | |
| CITY | FT. LAUDERDALE | STATE | FL ZIP 33315 |
| NAME | LEO KOGAN | | |
| ADDRESS | 1100 LEE WAGNER BLVD #105 | | |
| CITY | FT. LAUDERDALE | STATE | FL ZIP 33315 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 3RD day of DECEMBER, 1998.

[Signature] (Seal)
Leo Kogan (Seal)
 _____ (Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

YAZCOM, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 1100 LEE WAGNER BLVD. #105

FT. LAUDERDALE, FL 33315

has named LEO KOGAN

located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.

Leo Kogan
(registered agent)

88 DEC 14 AM 11:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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