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To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003253  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

TELEBUMERAN, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION  
OF  
TELEBUMERAN, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Telebumeran, Inc. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of licensing technologies for Internet Callback solutions and generally transacting any or all-lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 100 South East 2<sup>nd</sup> St NationsBank Tower 37<sup>th</sup> Floor, Miami, Florida 33131; and the name of the initial registered agent of the Corporation at that address is Ariel Bentata.

THIS INSTRUMENT PREPARED BY:  
LEONARDO F. BRITO P.A.  
1001 Brickell Bay Drive  
Suite 3000  
Miami, Florida, 33131  
Florida Bar # 0615730  
(305) 373-5411

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**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of the Corporation is  
100 South East 2<sup>nd</sup> St NationsBank Tower 37<sup>th</sup> Floor, Miami, Florida 33131.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall have no less than 1 and no more than 10 directors initially.  
The number of directors may be either increased or decreased from time to time as provided in  
the Bylaws of the Corporation, but shall never be less than 1. The Corporation shall have 4  
directors initially in the capacities indicated below, and their names and address is as follows:  
Joel Eidelstein, President & Treasurer, 17701 Biscayne Blvd, 3rd floor, Aventura, Fl 33180,  
Oscar Coen, Vice President, 605 Lincoln Road Suite 401, Miami Beach, Fl 33139, Dan  
Fuhrman, Vice President, 17701 Biscayne Blvd, 3rd floor, Aventura, Fl 33180 and Ariel  
Bentata, Secretary, 100 South East 2<sup>nd</sup> St NationsBank Tower 37<sup>th</sup> Floor, Miami, Florida 33131.

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:  
Leonardo Brito, 100 South East 2<sup>nd</sup> St NationsBank Tower 37<sup>th</sup> Floor, Miami Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these  
Articles of Incorporation this 7 day of December, 1998.

  
Leonardo Brito  
Incorporator

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STATE OF FLORIDA     )  
                          SS  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, this 7<sup>th</sup> day of

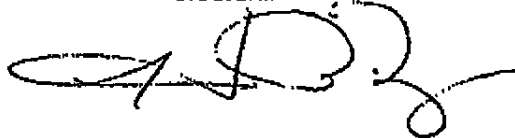
December, 1998, personally appeared LEONARDO F. BRITO known to me to be the person who executed the foregoing Articles of Incorporation of TELEBUMERAN, INC., and acknowledged before me that he executed the same for the purposes herein expressed, and who is personally known to me or who has produced \_\_\_\_\_ as identification, and did take an oath.

WITNESS my hand and official seal at Miami, Dade County, Florida this 7<sup>th</sup> day of

Dec., 1998.

NOTARY PUBLIC

My Commission Expires:



HORTENCIA RODRIGUEZ DEL REY  
MY COMMISSION & BOND EXPIRES  
MARCH 31, 1999  
BONDED THIRD PARTY INSURANCE, INC.

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**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**


**WITNESSETH:**

That Telebumeran, Inc., desiring to organize under the laws of the State of Florida, has named  
Ariel Bentata, located at 100 South East 2<sup>nd</sup> St NationsBank Tower 37<sup>th</sup> Floor, Miami Florida  
33131 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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 further agree to  
comply with the provisions of all statutes relative to the proper and complete performance of my  
duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 7 day of December, 1998.

  
Ariel Bentata  
Registered Agent

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TALLAHASSEE, FLORIDA