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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**PHONES FOR ALL, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

PHONES FOR ALL, INC.

ARTICLE I - NAME

The name of this corporation is PHONES FOR ALL, INC.

ARTICLE II - ADDRESS

The principal office or mailing address of this corporation shall be located at 1101 Brickell Avenue, Suite 1900, North Tower, Miami, Florida 33131.

ARTICLE III - DURATION

This corporation shall exist in perpetuity.

ARTICLE IV - PURPOSE

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

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 1101 Brickell Avenue, Suite 1900, Miami, Florida 33131 and the name of the registered agent of this corporation is Gema M. Piñón.

ARTICLE VI - CAPITAL STOCK

This corporation is authorized to issue 10,000,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

This instrument prepared by:

Gema M. Piñón, Esq.  
1101 Brickell Avenue  
Suite 1900  
Miami, Florida 33131  
FBN: 855911

(305) 650-8165

305 541 3770 P.02/05

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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. The names and address of the Board of Directors of the corporation are

Director:                      Freddy Sidi, Sr.  
                                 1101 Brickell Avenue, Suite 1900  
                                 Miami, Florida 33131

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Gema M. Piñón, Esq.  
1101 Brickell Avenue  
Suite 1900  
Miami, Florida 33131

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or directors, to the full extent permitted by law.

ARTICLE XII - AMENDMENT

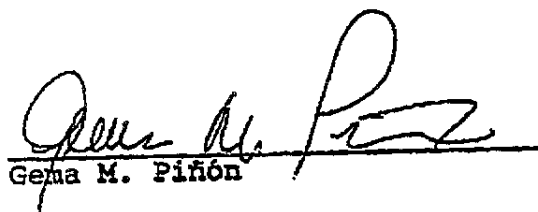
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any

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amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25<sup>th</sup> day of February, 1999.

  
Gema M. Piñón

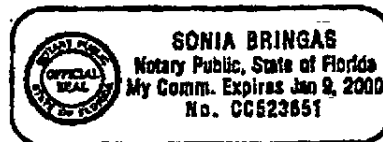
STATE OF FLORIDA  
SS  
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, appeared Gema M. Piñón, personally known to me and known to be the individual described in and who executed the foregoing instrument as subscribed hereto.

WITNESS my hand and official seal this 25<sup>th</sup> day of February, 1999.

  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



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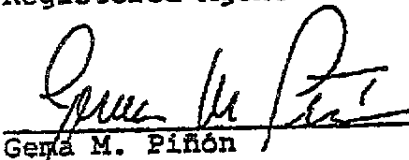
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DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of the corporation.

That PHONES FOR ALL, INC., a Florida corporation, desiring to organize under the Laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named Gema M. Piñón, as its Registered Agent to accept service of process within this State.

Acceptance of appointment as  
Registered Agent



Gema M. Piñón  
1101 Brickell Avenue, Suite 1900  
Miami, Florida 33131

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