

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305) 552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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-03711/99--01050--022

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LOCAL-TEL, INC

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 11, 1999

RECEIVED
MARCH 11 3 08 PM '99
LAZARUS
MIAMI, FL

SUBJECT: LOCAL-TEL, INC.
Ref Number: W99000005948

We have received your document for LOCAL-TEL, 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: 599A00011656

FILED

99 MAR 17 PM 3:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions Of the Statutes of the State of Florida, providing for the formation, liability, privileges, rights and Immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

LOCAL-TEL SERVICES, INC.

ARTICLE II

The general character or nature of the business to be transacted by this corporation is to engage in Any activity or business permitted under the laws of the United States and this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding is 100 shares of common stock, each share having a par value of \$ 1.00 Authorized capital stock may be paid for in cash.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall not be less than ONE HUNDRED DOLLARS (100.00)

ARTICLE V

The initial street address of the principal office of this corporation is to be at 9517W, FLAGLER STREET, MIAMI, FLORIDA 33174.

ARTICLE VI

The corporation shall have 1 Director. The number of Directors may be increased or diminished From time to time pursuant to the By-Laws.

ARTICLE VII

The names and street addresses of the first Board of Directors of this corporation, who shall hold office for the first year, or until their successors are duly elected and qualified, shall be:

PRESIDENT:

JULIO PILOTO 9517 W. FLAGLER STREET.MIAMI, FLORIDA 33174.

VICE PRESIDENT:

MARTY JACOBSON 700 N.W. 89 TERRACE PEMBROKE PINES, FL33024

TREASURE;

MARTY JACOSON 700 N.W. 89 TERRACE PEMBROKE PINES, FL33024

SECRETARY:

JULIO PILOTO 9517W. FLAGLER STREET.MIAMI, FLORIDA 33174.

ARTICLE VIII

The names and street addresses of each subscriber and the number of shares of stock which each agrees To take are:

NAME	ADDRESS	SHARES
JULIO PILOTO	9517W. FLAGLER STREET	100
MARTY JACOSON	700 N.W. 89 TERRACE	100

ARTICLE IX

The names and street addresses of the incorporators:

PRESIDENT:

JULIO PILOTO 9517W. FLAGLER STREET.MIAMI, FLORIDA 33174.

ARTICLE X

The corporation shall have a perpetual existence.

ARTICLE XI

The street address of the initial registered agent of the corporation is:

JULIO PILOTO
9517W. FLAGLER STREET
MIAMI, FLORIDA 33174.

The name of the initial registered agent of the corporation at that address is:

JULIO PILOTO 9517W. FLAGLER STREET.MIAMI, FLORIDA 33174.

ARTICLE XII

Stockholders of this corporation may enter into such stockholders' and trustee agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders' and Trustee agreements.

ARTICLE XIII

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain Amendment to these Articles of Incorporation be made.

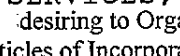
IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledge to be filed in the office of the Secretary of State the foregoing Articles of Incorporation this 9 day of FEBRUARY 1999


By: JULIO PILOTO, President

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

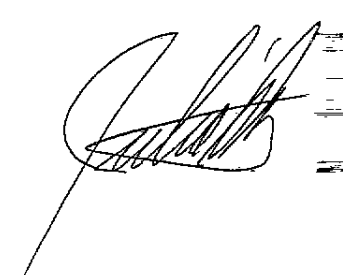
In pursuance of chapter 48.091, Florida statutes, the following is submitted in compliance
with said Act:

LOCAL-TEL SERVICES, INC.

First, that  desiring to Organize under the laws of the State of Florida,
with its principal office as indicated in the Articles of Incorporation, has named JULIO PILOTO
LOCATED AT 9517 W. FLAGLER ST., MIAMI, Florida County of Dade, State of Florida, as its agent
to accept service of process within this State. The principal office of the corporation shall be: 9517 W.
FLAGLER ST., MIAMI, FLORIDA 33174

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place
Designated in this Certificate, I hereby accept to accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.



FILED
99 MAR 17 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA