

P99000041786

Peter Makris
2110 Drew Street
Clearwater, FL 33765

200002851112--7
-04/26/99--01037--003
*****70.00 *****70.00

4/22/99

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 MAY -7 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

Peter Makris
2110 Drew Street
Clearwater, FL 33765

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446-0000.

Very truly Yours,



Peter Makris

485/7

APR 30 1999




FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 30, 1999

PETER MAKRIS
2110 DREW STREET
CLEARWATER, FL 33765

SUBJECT: PREPAID PHONE CARD EXPRESS, INC.
Ref. Number: W99000010164

We have received your document for PREPAID PHONE CARD EXPRESS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 499A00023302

ARTICLES OF INCORPORATION
OF
PREPAID PHONE CARD EXPRESS, INC.

FILED
99 MAY -7 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

PREPAID PHONE CARD EXPRESS, INC.

The principal place of business of this corporation shall be: ATTN: F.T.F.Y., 100 CORONADO DR. #125, CLEARWATER BEACH, FLORIDA 33767. The mailing address of this corporation shall be P.O. BOX 6001, CLEARWATER, FLORIDA 33758-6001.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of 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 that this corporation is authorized to have outstanding at any one time is 10, 000 shares of common stock have \$1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have one director and one officer, initially. The name and street address of the initial director and officer who shall hold office for the first year of the corporation's existence, or until his successor is elected or appointed is:

**Nick Votzakis
President**

**100 Coronado Dr. #125
Clearwater Beach, FL 33767**

ARTICLE VI. INCORPORATOR

*The name and street address of the incorporator to the
Articles of Incorporation is:*

Nick Votzakis

**100 Coronado Dr. #125
Clearwater Beach, Florida 33767**

IN WITNESS WHEREOF, the under signed incorporator has executed these
Articles of Incorporation this 22ND day of APRIL 1999.

Signature of Incorporator

x Nick Votzak
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me
this 22ND day of APRIL, 1999, by NICK VOTZAKIS of
PREPAID PHONE CARD EXPRESS, INC.

Notary Public

Peter Makris

 Peter Makris
Commission # CC 749025
Expires June 7, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

My Commission Expires: 6/7/2002

CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is:

PREPAID PHONE CARD EXPRESS, INC.

2. The name and address of the registered agent and office is:

Name: NICK VOTZAKIS

Address: ATTN: F.T.F.Y., 100 CORONADO DRIVE, #1

City: CLEARWATER State: FLORIDA Zip: 33767

SIGNATURE *Nick Votakis*
(Corporate Officer)

TITLE: PRESIDENT

DATE: 04-22-99

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 OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE *Nick Votakis*

DATE: 04-22-99

FILED
99 MAY -7 PM 12:59
TALLAHASSEE, FLORIDA
SECRETARY OF STATE