

P99000044726



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 242277 82293A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 17, 1999

ORDER TIME : 10:47 AM

ORDER NO. : 242277-005

CUSTOMER NO: 82293A

CUSTOMER: Almadeo Lopez-castro, Iii, Esq
MARTINEZ-ESTEVE & LOPEZ-CASTRO
MARTINEZ-ESTEVE & LOPEZ-CASTRO
Suite 304
901 Ponce De Leon Boulevard
Coral Gables, FL 33134

500002876925--0
-05/17/99-01077-002
*****87.50 *****87.50

DOMESTIC FILING

NAME: WORLD VOICE TELECOM, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Mimi Stephens

EXAMINER'S INITIALS:

RECEIVED
99 MAY 17 PM 12:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 MAY 17 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5-17
WS

ARTICLES OF INCORPORATION
OF
WORLD VOICE TELECOM, INC.

FILED
99 MAY 17 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the Corporation is: WORLD VOICE TELECOM, INC.

ARTICLE I

The maximum number of shares of capital stock that the Corporation is authorized to issue is ONE HUNDRED (100) shares, at \$1.00 par value each share.

ARTICLE II

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

The name and street address of the Incorporator(s) signing these Articles of Incorporation is (are):

NAME

ADDRESS

MIGUEL A. SUAREZ

444 Brickell Avenue, Suite 250
Miami, Florida 33131


ARTICLE IV

The principal office of the Corporation is: 444 Brickell Avenue, Suite 250, Miami, Florida 33131.

ARTICLE V

The street address of the initial registered agent of the Corporation is: 444 Brickell Avenue, Suite 250, Miami, Florida 33131 and the name of the initial registered agent of the Corporation is: MIGUEL A. SUAREZ.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 14th day of May, 1999


MIGUEL A. SUAREZ

STATE OF FLORIDA

)
) SS:
)

COUNTY OF MIAMI-DADE

The foregoing Articles of Incorporation was acknowledged before me this 14th day of May, 1999 by MIGUEL A. SUAREZ, has produced a FLORIDA DRIVER LICENSE as identification and who did take an oath.

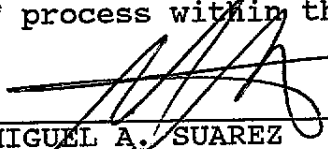

NOTARY PUBLIC

My Commission Expires ANTONIO A. FERNANDEZ
MY COMMISSION # CC 678612
EXPIRES: October 29, 2001
Bonded Thru Notary Public Underwriters

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

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

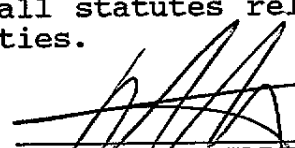
FIRST: That WORLD VOICE TELECOM, INC., desiring to organize or qualify under the laws of the State of Florida, has named MIGUEL A. SUAREZ, with its registered agent's office located at 444 Brickell Avenue, Suite 850, Miami, Florida 33131, County of Miami-Dade, State of Florida to accept service of process within the State of Florida.



MIGUEL A. SUAREZ

May 14th, 1999

HAVING BEEN named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned HEREBY AGREES to act in said capacity, and FURTHER AGREES to comply with the provisions of all statutes relative to the proper and complete performance of its duties.



MIGUEL A. SUAREZ

May 14th, 1999

FILED
99 MAY 17 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA