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*BOARD CERTIFIED CIVIL TRIAL AND
BUSINESS LITIGATION LAWYER

May 28, 1999

Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

800002891568--6
-06/01/99--01143--007
****122.50 *****78.75

Re: Name of Corporation: Latin Express Telecom, Inc.

TO WHOM IT MAY CONCERN:

Enclosed are duplicate original Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover filing fees in the amount of \$35.00, cost for a certified copy in the amount of \$52.50 and cost for designation of registered agent in the amount of \$35.00.

If the Articles of Incorporation are in order, would you please cause the certified copy to be returned to the attention of the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

POWELL, CARNEY, HAYES & SILVERSTEIN, P.A.

Karen E. Maller
Alan M. Gross

FILED
JUN - 1 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMG/cbc

Enclosures: a/s

5:CarolLetter - SOS with Articles for filing

ajc
6/7

ARTICLES OF INCORPORATION
OF
LATIN EXPRESS TELECOM, INC.

99 JUN -1 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I
Name and Address

The name of the Corporation shall be LATIN EXPRESS TELECOM, INC., and its mailing address is 9269 Park Boulevard, Seminole, Florida 33777.

ARTICLE II
Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III
Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV
Capital Stock

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, \$.01 par value.

ARTICLE V
Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two Directors, whose name and address are as follows:

<u>Name</u>	<u>Address</u>
Roger Schaffer	9269 Park Boulevard Seminole, Florida 33777
Christian Socianu	9269 Park Boulevard Seminole, Florida 33777

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI
Bylaws

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII
Amendments

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII
Registered Office and Agent

Section 1. The street address of the initial registered office of the Corporation shall be One Progress Plaza, NationsBank Tower, Suite 1210, St. Petersburg, Florida 33701.

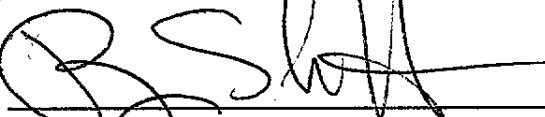
Section 2. The name of the initial registered agent of the Corporation located at said address shall be Alan M. Gross.

ARTICLE IX
Incorporator

The name and address of the incorporator is:

Name	Address
Roger Schaffer	9269 Park Boulevard N. Seminole, Florida 33777

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 24 day of May, 1999.



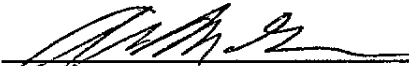
ROGER SCHAFFER

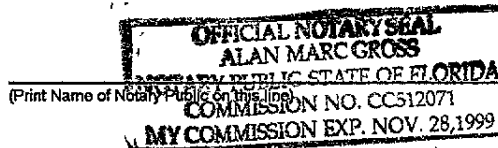
STATE OF FLORIDA)

COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 24 day of May 1999, by ROGER SCHAFFER, who ☒ is personally known to me or ☐ has produced _____ as identification and who ☐ did ☐ did not take an oath.

My Commission Expires:


Notary Public (SEAL)



ACCEPTANCE

I hereby accept to act as initial Registered Agent for LATIN EXPRESS TELECOM, INC., as stated in these Articles of Incorporation.


ALAN M. GROSS

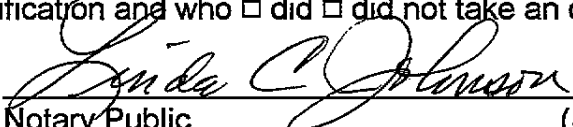
FILED
99 JUN 1 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 24 day of May, 1999, by ALAN M. GROSS, who ☒ is personally known to me or ☐ has produced _____ as identification and who ☐ did ☐ did not take an oath.

My Commission Expires:


Notary Public (SEAL)

