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LAW OFFICE

ARTURO R. ALFONSO
A PROFESSIONAL ASSOCIATION

OF COUNSEL
BARNETT & LERNER, P.A.

7801 CORAL WAY
SUITE 105
MIAMI, FLORIDA 33155
TELEPHONE (305) 573-6361
FAX (305) 573-6385
REAL ESTATE CLOSINGS (305) 228-6722
FAX FOR CLOSINGS (305) 228-6762

July 9, 1999

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

FILED
99 JUL 12 PM 4:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA


Re: My client: Network Billing Service, Inc.

Dear Sir(s):

Enclosed please find an original and one copy of the Articles of Incorporation for Network Billing Service, Inc. for filing. Please certify the copy and return same.

The filing fee of \$122.50 is enclosed.

Very truly yours,


Arturo R. Alfonso

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

NETWORK BILLING SERVICE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be:

Network Billing Service, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

4771 S.W. 2nd Terrace
Coral Gables, Florida 33134

ARTICLE III – CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 Shares of common stock at \$1.00 par value.

ARTICLE IV – INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Jose Manuel Barros, Jr.
4771 S.W. 2nd Terrace
Coral Gables, Florida 33134

ARTICLE V – INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

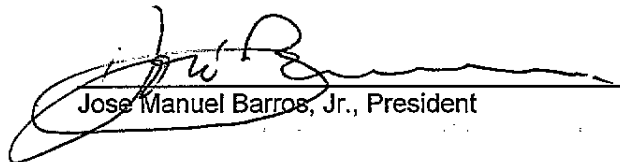
Jose Manuel Barros, Jr.
4771 S.W. 2nd Terrace
Coral Gables, Florida 33134

ARTICLE VI – BOARD OF DIRECTOR

The names and addresses of the initial Board of Directors shall be:

- | | | |
|-----|--|----------------------------|
| (1) | Jose Manuel Barros, Jr.
4771 S.W. 22 nd Terrace
Coral Gables, Florida 33134 | (President/Treasurer) |
| (2) | Miriam Barros
4771 S.W. 22 nd Terrace
Coral Gables, Florida 33134 | (Vice-President/Secretary) |

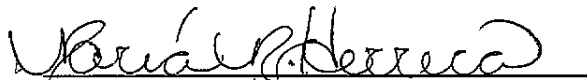
The undersigned has(have) executed these Articles of Incorporation this 23 day of June, 1999.

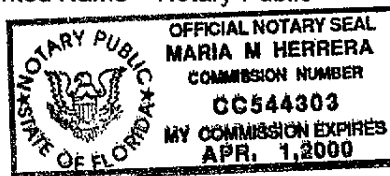

Jose Manuel Barros, Jr., President

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 23 day of June, 1999 by **Jose Manuel Barros, Jr.**, who is personally known to me or who has produced a Florida driver's license as identification and did take an oath.


NOTARY PUBLIC, State of Florida
Printed Name – Notary Public



**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOSE PROCESS MAY BE SERVED**

In pursuance of Chapter 607.34 Fl. Statutes, the following is submitted, in compliance with said Act;

First that Network Billing Service, Inc. desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation at Dade County, Florida, designates Jose Manuel Barros, Jr. as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Jose Manuel Barros, Jr. having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Jose Manuel Barros, Jr.

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TALLAHASSEE FLORIDA