

799000064172

Attorney

JOHN H. KRUECKEBERG
620 Jacana Circle
Naples, FL.34105

Phone & Fax: 941-263-4044
941-261-3669

2000002828732-1
07/27/99 0103-007
*****78.75 *****78.75

July 1, 1991

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: ViaTEL Enterprises, Inc.

Dear Sirs:

Enclosed for filing please find an original and one copy of Articles of Incorporation (non-profit) for the aforementioned. Our check in the amount of \$ 157.50 is enclosed for the filing and registered agent designation fees.

Thank you.

Very truly yours,

JOHN H. KRUECKEBERG

99 JUL 12 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Enclosures
n.klo.Corp.ViaTEL.Art.Desig.Ltr2State

ARTICLES OF INCORPORATION
OF
ViaTEL Enterprises, Inc.

FILED
99 JUL 12 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be ViaTEL Enterprises, Inc.

The principal place of business of this corporation shall be 2180 Snook Dr., Naples, FL 34102.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or 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 stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2180 Snook Dr., Naples, FL 34102.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial members of the Board of Directors are:

Frank G. Flanagan, 2180 Snook Dr., Naples, FL 34102, sole director.

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Frank G. Flanagan
President
2180 Snook Dr.,
Naples, FL 34102

Catherine A. Flanagan
Vice Pres., Secy., Treas.
2180 Snook Dr.,
Naples, FL 34102

ARTICLE IX. INCORPORATOR

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

Frank G. Flanagan
2180 Snook Dr.,
Naples, FL 34102

X. AMENDMENTS

These Articles may be amended by the Sole Shareholder and Director, or by a majority vote of the Directors and Shareholders, if more than one..

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand this July 1, 1999.


Frank G. Flanagan

STATE OF FLORIDA

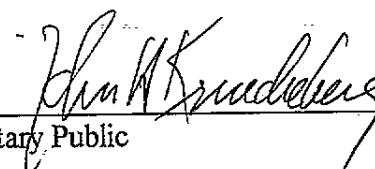
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared Frank G. Flanaagan, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, and who produced a drivers license as identification.

WITNESS my hand and official seal in the State and County last aforesaid on July 1, 1999.



John H. Krueckeberg
MY COMMISSION # CC805346 EXPIRES
January 31, 2003
BONDED THRU TROY FAIN INSURANCE, INC


John H. Krueckeberg
Notary Public

Print Name of Notary

Certificate No. _____

My Commission Expires: _____

DESIGNATION OF REGISTERED AGENT

OF

ViaTEL Enterprises, Inc.

FILED
99 JUL 12 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The above named corporation, desiring to organize under the laws of the State of Florida with its principal place of business and corporate offices, as indicated in the Articles of Incorporation at the City of Naples, Collier County, Florida, has named:

Frank G. Flanagan
2180 Snook Dr.
Naples, FL 34102

as its agent to accept service of process within this state, and as its registered agent for all purposes prescribed by the laws of the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process and to serve as its registered agent for all statutory purposes, at the place designated in this certificate, I hereby accept said designation, and agree to abide by the provisions of law relative to keeping open said office.


REGISTERED AGENT
Frank G. Flanagan