

P99000066451

Law Offices  
**LEVINSON & LICHTMAN, LLP**

A Partnership of Professional Associations

Sanctuary Centre  
4800 North Federal Highway  
Suite D-100  
Boca Raton, Florida 33431

Telephone (561) 447-0017  
Facsimile (561) 447-0018  
Evening (561) 361-4030

**Miami Office**  
Courvoisier Centre  
501 Brickell Key Drive  
Suite 400  
Miami, Florida 33131

Telephone (305) 374-3471  
Facsimile (305) 374-2855

**Jonathan J. Lichtman**  
Member Florida and New York Bars

July 19, 1999

**VIA FEDERAL EXPRESS**

100002935311--3  
-07/20/99--01029--016  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**RE: ADVANCED GLOBAL COMMUNICATIONS, INC.,**  
**a Florida Corporation**

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation of Advanced Global Communications, Inc., a Florida corporation, together with this firm's check in the amount of \$122.50. If the enclosed document meets with your approval, please file it with your Office and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this document to me, enclosed please find a Federal Express return envelope for your use.

If you have any questions regarding the enclosed document, please do not hesitate to contact the undersigned.

Yours very truly,

  
Jonathan J. Lichtman

JJL/cb  
Enclosures

FILED  
99 JUL 20 PM 12:58  
SECRETARY OF STATE  
TALLAHASSEE, FL 09199

9-23

**ARTICLES OF INCORPORATION**  
**OF**  
**ADVANCED GLOBAL COMMUNICATIONS, INC.,**  
**A FLORIDA CORPORATION**

99 JUL 20 PM 11:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of ADVANCED GLOBAL COMMUNICATIONS, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME AND ADDRESS**

The name of the Corporation is ADVANCED GLOBAL COMMUNICATIONS, INC., a Florida corporation, and the street address of the initial principal office of the Corporation is 307 East 51<sup>st</sup> Street, New York, NY 10022, and the mailing address of the Corporation is 307 E. 51<sup>st</sup> Street, New York, NY 10022.

**ARTICLE II**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The Corporation is authorized to issue 100,000,000 shares of \$0.01 par value Common Stock.

*PREPARED BY: Jonathan J. Lichtman, Esquire  
Jonathan J. Lichtman, P.A.  
Sanctuary Centre, 4800 N. Federal Highway, Suite D-100  
Boca Raton, FL 33431  
(561) 447-0017  
Florida Bar No. 717053*

**ARTICLE IV**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 4800 N. Federal Highway, Suite D-100, Boca Raton, FL 33431, and the name of the initial Registered Agent of the Corporation at that address is Jonathan J. Lichtman, P.A.

**ARTICLE V**

**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have two directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Roger May, CEO	2222 Mickelson Drive, Suite 477 Irvine, CA 92612
James R. Rennie	2222 Mickelson Drive, Suite 477 Irvine, CA 92612

**ARTICLE VI**

**INCORPORATOR**

The name and address of the Incorporator of the Corporation is Jonathan J. Lichtman, P.A., 4800 N. Federal Highway, Suite D-100, Boca Raton, FL 33431.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19<sup>th</sup> day of July, 1999.

JONATHAN J. LICHTMAN, P.A.

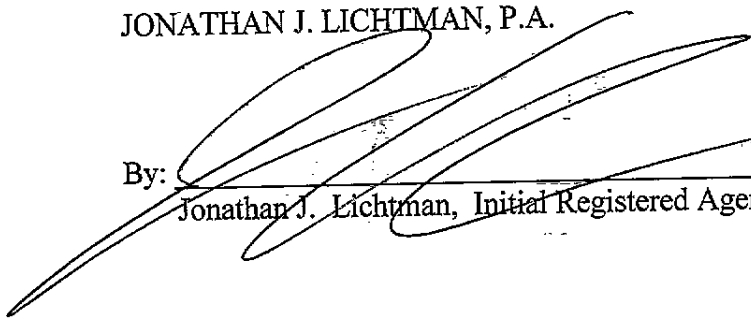
By:   
Jonathan J. Lichtman

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for ADVANCED GLOBAL COMMUNICATIONS, INC., A Florida corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

JONATHAN J. LICHTMAN, P.A.

Dated: July 19, 1999

By:   
Jonathan J. Lichtman, Initial Registered Agent

FILED  
99 JUL 20 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA