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Florida Department of State  
Division of Corporations  
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## To:

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Fax Number : (850) 922-4001

## From:

Account Name : TESCHER, LIPPMAN, VALINSKY & KAIN  
Account Number : 072164000350  
Phone : (954) 467-1964  
Fax Number : (954) 467-2264

FLORIDA PROFIT CORPORATION OR P.A.

Inter-Call-Net Teleservices, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
INTER-CALL-NET TELESERVICES, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I  
CORPORATE NAME

The name of this Corporation shall be: Inter-Call-Net Teleservices, Inc.

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 2780 NE 183<sup>rd</sup> Street, Suite 1206, Aventura, Florida 33160.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 22,000,000 which are to be divided into two classes as follows:

20,000,000 shares of common stock, par value \$.0001 per share; and  
2,000,000 shares of preferred stock, par value \$.0001 per share.

The preferred stock may be created and issued from time to time in one or more series and with such designations, rights, preferences, conversion rights cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Prepared By: Kipnis Tescher Lippman & Valinsky  
100 NE 3<sup>rd</sup> Avenue, Suite 610  
Fort Lauderdale, FL 33301

(954) 467-1964

Jay L. Valinsky FL Bar No. 0625109

jlv/InterNetArt

issuance of such preferred stock as may be adopted from time to time in the sole discretion by the Corporation's Board of Directors pursuant to the authority in this paragraph given.

In accordance with Section 607.10025(7) of the Florida Business Corporation Act, upon the effectiveness of a combination, as such term in Section 607.10025(1) of such Act, the authorized shares of the classes or series affected by the combination shall not be reduced or otherwise affected by the percentage by which the issued shares of such class or series were reduced as a result of the combination.

ARTICLE IV  
REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Jay L. Valinsky  
100 NE 3<sup>rd</sup> Avenue, Suite 610  
Ft. Lauderdale, FL 33301

ARTICLE V  
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Jay L. Valinsky  
100 NE 3<sup>rd</sup> Avenue, Suite 610  
Ft. Lauderdale, FL 33301

ARTICLE VI  
INDEMNIFICATION

This Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

FAX AUDIT #H99000018875 7  
Prepared By: Kipnis Tescher Lippman & Valinsky  
100 NE 3<sup>rd</sup> Avenue, Suite 610  
Fort Lauderdale, FL 33301  
(954) 467-1964  
Jay L. Valinsky FL Bar No. 0625109

**ARTICLE VII**  
**AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE VIII**  
**CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

INCORPORATOR:

  
Jay L. Valinsky

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT:

  
Jay L. Valinsky

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