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October 13, 1999

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*****78.75 *****78.75

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

Dear Sirs:

Please incorporate Net-roamer.com Inc.. Enclosed are the Articles of Incorporation, the acceptance of the registered agent and a check in the amount of \$78.75, payable to Department of State, Division of Corporations.

Thanking you in advance.

Sincerely,


Frank A. Fiore

GEIR COMMUNICATIONS
13499 Biscayne Blvd.
Suite 1410
N. Miami, FL 33181

FILED
99 OCT 18 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
NET-ROAMER.COM INC.**

FILED
99 OCT 18 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME AND ADDRESS**

The name of this Corporation is Net-roamer.com Inc. and the address of the corporation is 13499 Biscayne Blvd. Suite 1410. N. Miami, Florida 33181.

**ARTICLE II
DURATION**

The corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The initial number of shares which this Corporation is authorized to have outstanding is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 13499 Biscayne Blvd. Suite 1410, N. Miami, Florida 33181 and the initial registered agent of this Corporation shall be Frank A. N. Fiore located at 13499 Biscayne Blvd. Suite 1410, N. Miami, Florida 33181 who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three members. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The names and addresses of the directors constituting the initial Board of Directors is:

Name	Address
Frank A. Fiore	13499 Biscayne Blvd. Suite 1410 N. Miami, FL 33181
Ricardo Fiore	1412 Pinehurst Dr. Coppell, TX 75019
Claudia P. Fiore-Rocha	9159 S.W. 77 th . Ave. Miami, FL 33156

ARTICLE VII

INCORPORATOR

The name and street address of the person signing these Articles of incorporation is:

Name	Address
Frank A. N. Fiore	2015 Ixora Rd. North Miami, FL 33181

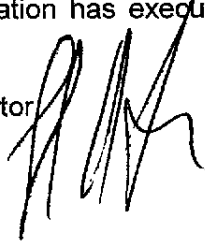
ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporation has executed the Articles of Incorporation this October 13, 1999.

Incorporator

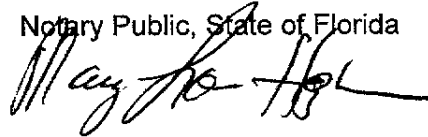


**STATE OF FLORIDA)
COUNTY OF DADE)**

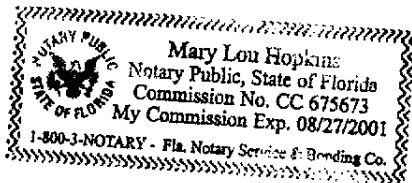
The foregoing Articles of Incorporation of Net-roamer.com Inc. were acknowledged before me this 13th day of OCT, 1999 by Frank A. N. Fiore, as Incorporator.

Personally Known to me

Notary Public, State of Florida



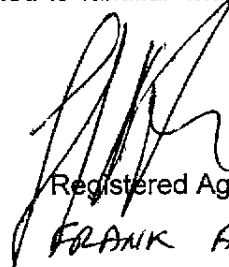
My Commission Expires:



ACCEPTANCE OF APPOINTMENT

Pursuant to Section 48.091 and 607.037, Florida Statutes, the undersigned acknowledges and accepts the appointment as registered agent to Net-Roamer.Com Inc. and agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act. The undersigned is familiar with, and accepts the obligations of, Section 607.325, Florida Statutes.

Date: 13 OCT 1999


Registered Agent
FRANK A. FIORE

FILED
99 OCT 18 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA