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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

~~FTEL COMMUNICATIONS, INC.~~

interLOOP, inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
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(4) H99000027994

**ARTICLES OF INCORPORATION
OF
INTERLOOP, 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:

INTERLOOP, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any and 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 PRINCIPAL OFFICE

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

2514 Hollywood Blvd., Suite 404, Hollywood, Florida 33020

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.01 par value per share and 1000 shares of preferred stock having \$.01 par value per share.

ARTICLES PREPARED BY:

Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
3801 Hollywood Blvd., Suite 350
Hollywood, Florida 33021
FLA. BAR NO. 815161

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DIVISION OF CORPORATIONS
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H99000027994**ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

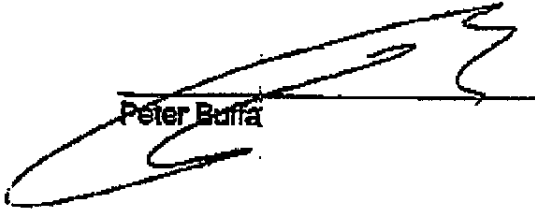
Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
3801 Hollywood Blvd., Suite 350
Hollywood, Florida 33021

ARTICLE VI INCORPORATOR(S)

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

Peter Buffa
2514 Hollywood Blvd., Suite 404
Hollywood, Florida 33020

The undersigned has (have) executed these Articles of Incorporation this 4 day
of November, 1999.


Peter Buffa**ARTICLES PREPARED BY:**

Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
3801 Hollywood Blvd., Suite 350
Hollywood, Florida 33021
FLA. BAR NO. 815161

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

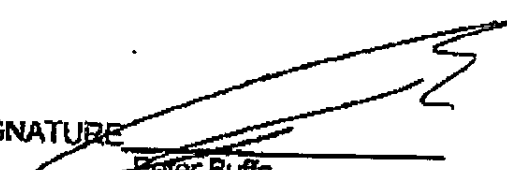
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

INTERLOOP, INC.

2. The name and address of the registered agent and office is:

Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
3801 Hollywood Blvd., Suite 350
Hollywood, Florida 33021

SIGNATURE 

Peter Buffa

TITLE: President

DATE: November 4, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES 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.

SIGNATURE 

Alex P. Rosenthal, Esq.

DATE 11-4-99

ARTICLES PREPARED BY:

Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
3801 Hollywood Blvd., Suite 350
Hollywood, Florida 33021
FLA. BAR NO. 815161

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