

Attachment B - Articles of Incorporation and Certificate of Authority

See Attached

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Global One Communications, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

The Amendment was approved to change our company name
to: Global Crest Communications, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: _____.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 6 day of April, 2001.

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Gregory S. Vick

Typed or printed name

President & C.E.O.

Title

Attached is the information regarding amending the articles of incorporation of a Florida profit corporation.

A corporation can amend its articles of incorporation by filing Articles of Amendment with the Division of Corporations. The articles of amendment must be prepared in compliance with section 607.1006, Florida Statutes.

For your convenience attached is a sample form for articles of amendment. Additional sheets may be attached if necessary. Section 607.0120, Florida Statutes, requires that the document be typed or printed and must be legible.

Pursuant to section 607.0123, Florida Statutes, a delayed effective date may be specified but may not be later than the 90th day after the date on which the document is filed.

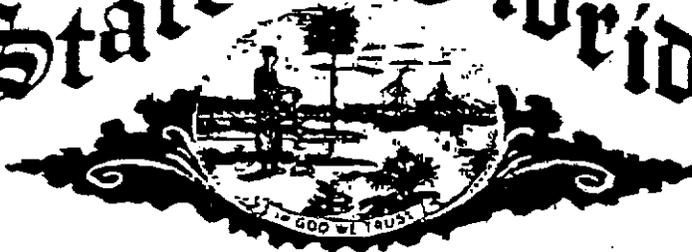
If the registered agent is changed by amendment, the new agent must sign accepting the appointment, and must state that he or she is familiar with and accepts the obligations of the position.

The filing fee for the articles of amendment is \$35. Certified copies of the amendment are \$8.75 each (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50). A certificate of status is \$8.75. Submit one check for the correct amount made payable to the Department of State. Please include a cover letter containing your telephone number and return address.

Any further inquiries on this matter should be directed to the Amendment Section by calling (850) 487-6050, or by writing: Division of Corporations, P. O. Box 6327, Tallahassee, FL 32314.

Note: This form for filing articles of amendment is basic. Each corporation is a separate entity and as such has specific goals, needs and requirements. Additional sheets may be attached as required. The Division of Corporations recommends that corporate documents be reviewed by your legal counsel. The Division is a filing agency and as such does not render any legal, accounting, or tax advice. The professional advice of your legal counsel to ascertain exact compliance with all statutory requirements is strongly recommended.

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of GLOBAL ONE COMMUNICATIONS INC., a Florida corporation, filed on August 3, 2000, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H00000040951. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is P00000074156.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Fourth day of August, 2000

Authentication Code: 100A00042306-080400-P00000074156-1/1

1250LLC

205 933-1816

205 305 932 2265

261

2690 N.E. - 203 St
Aventura 33180

932 2366



GR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

GLOBAL ONE COMMUNICATIONS INC.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

FIRST: The name of the Corporation is:

GLOBAL ONE COMMUNICATIONS INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

One Thousand Shares (1,000) at \$1.00 par value.

FIFTH: The street address of the initial registered and principal office of the Corporation shall be:

12550 BISCAYNE BLVD #703

NORTH MIAMI FL 33181

and the name of its initial Registered Agent at such address is:

GREGORY S VICK

SIXTH:

The number of Directors constituting the initial Board of Directors of the Corporation is one, and the name and address of the person who is to serve as Director until the first annual meeting of Shareholders or until their successors are elected and shall qualify is:

Gregory S Vick 12550 Biscayne Blvd #703
North Miami FL 33181

The name and address of each incorporator is:

Gregory S Vick 12550 Biscayne Blvd #703
North Miami FL 33181

Dated: 8/3/00, 19

Gregory S Vick
Gregory S Vick

State of Florida:
County of Broward:

The foregoing instrument was acknowledged before me this 3rd day of August, 192000 by Gregory S Vick



Peter Jacobsen
Commission # CC 806092
Expires Mar. 16, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

Peter Jacobsen

Notary Public

Personally Known xxx OR Produced Identification

Type of Identification Produced

Gregory S Vick, having been designated to act as Registered Agent hereby agrees to act in this capacity.

Gregory S Vick
Gregory S Vick

Prepared by: Peter Jacobsen
Southeast Accounting & Tax Group, Inc.
6418 N.W. 5 Way, Ft. Lauderdale, FL 33309