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State of Idaho

Department of State

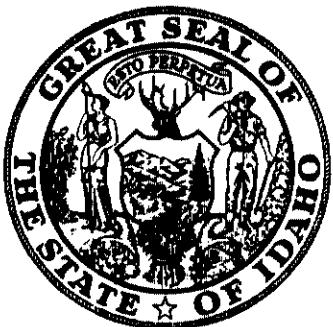
CERTIFICATE OF AUTHORITY OF

TOTAL TELECOMMUNICATIONS INCORPORATED

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of TOTAL TELECOMMUNICATIONS INCORPORATED for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to TOTAL TELECOMMUNICATIONS INCORPORATED to transact business in this State under the name TOTAL TELECOMMUNICATIONS INCORPORATED and attach hereto a duplicate original of the Application for such Certificate.

Dated: December 22, 1993



Pete T. Cenarrusa
Pete T. Cenarrusa
SECRETARY OF STATE
By *Anna Sisko*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation) DEC 22 4 26 PM '93

SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is TOTAL TELECOMMUNICATIONS INCORPORATED.

2. The name which it shall use in Idaho is TOTAL TELECOMMUNICATIONS INCORPORATED.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of FLORIDA

4. The date of its incorporation is 09/25/89 and the period of its duration,
if other than perpetual, is _____

5. The address of its principal office in the state or country under the laws of which it is incorporated is

707 N.E. 3rd AVENUE FT.LAUDERDALE FL BROWARD 33304

6. The address to which correspondence should be addressed, if different than item 5, is

707 N.E. 3rd AVENUE FT.LAUDERDALE FL BROWARD 33304

7. The street address of its proposed registered office in Idaho is _____
c/o The Prentice-Hall Corporation System, Inc.,
877 Main Street, Boise, Idaho 83702-5858, and the name of its proposed
registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:

LONG DISTANCE SERVICES

(Continued on reverse)

IDAHO SECRETARY OF STATE				IDAHO SECRETARY OF STATE			
Submit applications and certificate	19931222 0900	42852 2		19931222 0900	42851 2		
	CK #: 12497	CUST# 20522		CK #: 19888	CUST# 7193		
Office of the Secretary of State	CORP	10 40.00= 40.00		CORP	10 60.00= 60.00		
Division of Corporations							

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9. The names and respective addresses of its directors and officers are:

Name	Office	Address
PETER BUFFA	707 N.E. 3rd Ave	4000 Towerside Terr #612 Mia 33138
Lawrence Levy	3463 N.E. 163St	11111 Biscayne Blvd. #1855 " 33181
Sam Herzberg	"	" " PH#57 "
Felix Hernandez	"	5120 Hawcks Bluff Ave Davie 33331

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 12/10/97

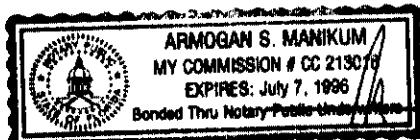
TOTAL TELECOMMUNICATIONS, INCORPORATED

(Competitor Analysis)

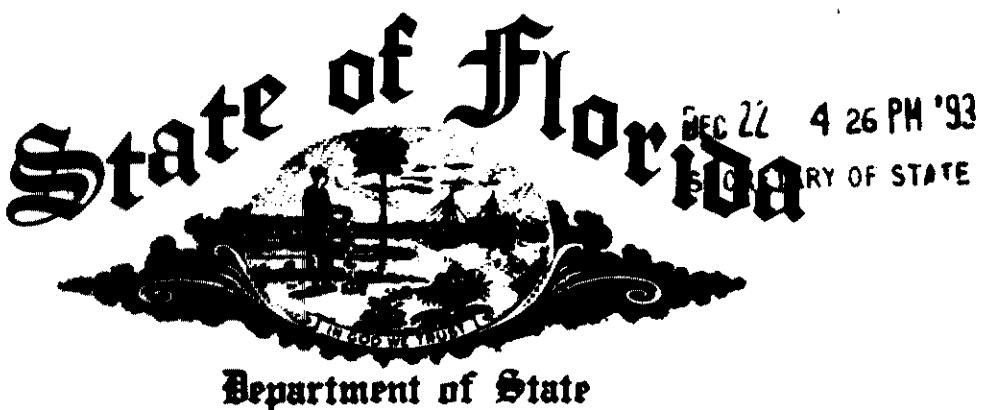
By its President/Vice President (please specify)
and its Secretary/Assistant Secretary (please specify)

STATE OF FLORIDA)
COUNTY OF DADE)

I, ARMUGAN - S MANILOOM, a notary public, do hereby certify that on this 10th day of December, 1997, personally appeared before me Peter Buffa, who being by me first duly sworn, declared that (s)he is the President of Gatel Telecommunications Inc.



Notary Public



I certify from the records of this office that TOTAL TELECOMMUNICATIONS INCORPORATED is a corporation organized under the laws of the State of Florida, filed on September 25, 1989, effective September 21, 1989.

The document number of this corporation is L18906.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1993, that its most recent annual report was filed on March 8, 1993, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twentieth day of December, 1993

A handwritten signature in black ink that reads "Jim Smith".

Jim Smith
Secretary of State



CR2EO22 (2-91)