

496000087453

October 16, 1996

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****122.50 ****122.50

Florida Department of State
State of Florida
409 E. Gaines Street
Tallahassee, FL 32399

Enclosed is completed Corporation Documents for K-C
Telecommunications, and my check in the amount of \$122.50 for the
filing fee. Please file the documents.

I have also enclosed a return envelope for Airborne Express, pre-
paid for you to return the documents after filing.

Thank you for your help in this matter.

Sincerely,

Patricia Y. Kelly
Patricia Y. Kelly

1045 Riverside Avenue
Suite #300
Jacksonville, FL 32204

~~1096-22208~~
R.A. Acquisti - 615

[Signature]
10/23

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49003

FILED
96 OCT 23 PM 2:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 18, 1996

PATRICIA Y. KELLY
1045 RIVERSIDE AVENUE
SUITE 300
JACKSONVILLE, FL 32204

SUBJECT: K-C TELECOMMUNICATIONS, INC.
Ref. Number: W96000022208

We have received your document for K-C TELECOMMUNICATIONS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 996A00048177

ARTICLES OF INCORPORATION
OF
K-C TELECOMMUNICATIONS, INC.

ARTICLE 1
NAME

The name of the corporation is K-C Telecommunications,

ARTICLE 2
PRINCIPAL OFFICE

The mailing address of this corporation shall be:

1045 Riverside Ave.
Suite 300,
Jacksonville, Florida 32204

ARTICLE 3
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE 4
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE 5
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1045 Riverside Ave., Suite 300, Jacksonville, Florida 32204. The name of the initial registered agent of this corporation at that address is Patricia Y. Kelly.

ARTICLE 6
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have three (3) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresses of the initial Directors are:

Patricia Y. Kelly
1045 Riverside Ave.
Suite 300
Jacksonville, Florida 32204

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Richard T. Kelly
1045 Riverside Ave.
Suite 300
Jacksonville, Florida 32204

Andrea J. Cox
1625 Silverado Trail
Napa, California 94559

ARTICLE 7
INCORPORATOR

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

Patricia Y. Kelly
1045 Riverside Ave.
Suite 300
Jacksonville, Florida 32204

ARTICLE 8
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 9
INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

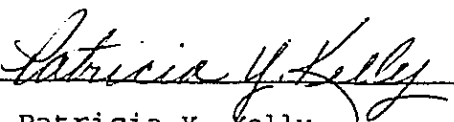
ARTICLE 10
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: October 11, 1996

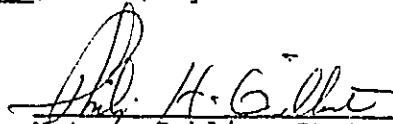
by:



Patricia Y. Kelly
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this
1 day of October, 1996, by Patricia Y. Kelly, who
is personally known to me.


Notary Public, State of Florida
Print Name: Philip H. Gilbert



PHILIP H. GILBERT
MY COMMISSION # CC366894 EXPIRES
May 7, 1998
BONDED TRFJ TROY FAIN INSURANCE, INC.

The Answer System

"The Answering Service Equipped for Your Future"

Jacksonville
515 Lomax Street
Florida 32204

904-632-9222
Fax 904-356-6041
Fax 1-800-356-6041

October 21, 1996

New Smyrna Beach
904-423-2522

Florida Department of State
Sandra B. Mortham, Secty. of State
Division of Corporations
409 Gaines Street
Tallahassee, FL 32399

Orlando
1-800-632-9488

Palatka
904-328-3559

Attn: Loria Poole

Volusia County
904-756-6415


I am returning the documents for corporate filing for K-C Telecommunications, Inc., and request that you file these documents.

Deland
904-736-0042

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Thank you for your prompt attention.

Sincerely,


Patricia Y. Kelly

new address: 1045 Riverside Ave., Suite #300
Jacksonville, FL 32204
telephone 904-632-9222

96 OCT 23 PM 2: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED