

H96000092363

NOV 12-1996
11/12/96

EMPIRE CORPORATE KIT
FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCOUNTING SYSTEM
ELECTRONIC FILING COVER SHEET

((H96000015079 5))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: PANTHER PAYPHONES, INC.
AUDIT NUMBER.....H96000015879
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
CERT. COPIES.....1 DEL.METHOD.. FAX
RST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:19:0

RECEIVED
NOV 12 11 20 AM '96

FILED
NOV 12 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date: 11/12/96

**ARTICLES OF INCORPORATION
OF
PANTHER PAYPHONES, INC.**

H96.000015879

Each undersigned incorporator of these Articles of Incorporation hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is:

PANTHER PAYPHONES, INC.

ARTICLE II

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 100 shares of \$1.00 par value common stock.

ARTICLE III

- A. This Corporation is to exist perpetually.
- B. The corporate existence of this Corporation shall commence on the date these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Address of Registered Office

Steven R. Pristas

**1051 N.W. 192 Avenue
Pembroke Pines, Florida 33029**

Bernard Danz Stein, P.A.
Florida Bar No. 139319
Keith, Mack, Lewis, Cohen & Lumpkin
200 S. Biscayne Blvd., 20th Floor
Miami, FL 33131-2310
305-358-7605

H96.000015879

FILED
96 NOV 12 PM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V**H96000015879**

The name and post office address of each incorporator to these Articles of Incorporation shall be:

Name	Address
Steven R. Pristas	1051 N.W. 192 Avenue Pembroke Pines, Florida 33029
Kent D. Crook	11701 S.W. 130 Avenue Miami, Florida 33186

ARTICLE VI

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VII

The Corporation shall have two (2) directors initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than two (2) directors.

ARTICLE VIII

The principal office and the mailing address of the Corporation shall be as follows:

Principal Office	Mailing Address
Steven R. Pristas	1051 N.W. 192 Avenue Pembroke Pines, Florida 33029

ARTICLE IX

H96000015879

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, each Incorporator has hereunto executed these Articles of Incorporation this 11th day of November 1996, at Miami, Florida.

 (SEAL)
Steven R. Pristas

 (SEAL)
Kent D. Crook

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.


Steven R. Pristas

FILED
96 NOV 12 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000015879