

TRANSMITTAL LETTER

P44000072862

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

600002960236---8
-08/16/93 - 01008-015
*****87.50 *****87.50

SUBJECT: ACellular Advantage of Crystal River Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: _____
Name (Printed or typed)

JOHN A. DICKERSON

922 N. SUNCOAST BLVD.
CRYSTAL RIVER, FL 34429

City, State & Zip

Daytime Telephone number

info. 352-795-4971
Wrong #

W-18322

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 9, 1999

JOHN A DICKERSON
922 N SUNCOAST BLVD.
CRYSTAL RIVER, FL 34429

SUBJECT: A CELLULAR ADVANTAGE OF CRYSTAL RIVER INC.
Ref. Number: W99000018322

We have received your document for A CELLULAR ADVANTAGE OF CRYSTAL RIVER INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

| | |
|-----------------------|---------|
| Filings Fees: | \$35.00 |
| Registered Agent | |
| Designation | \$35.00 |
| Certified Copy | \$8.75 |
| Certificate of Status | \$8.75 |

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.")

Please return the original and one copy of 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 (850) 487-6922.

Bobbie Cox
Senior Corporate Section Administrator

Letter Number: 199A00040022

ARTICLES OF INCORPORATION

OF

A CELLULAR ADVANTAGE OF CRYSTAL RIVER INC.

The undersigned incorporator desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the corporation shall be A CELLULAR ADVANTAGE OF CRYSTAL RIVER INC.

**ARTICLE TWO
REGISTERED OFFICE AND AGENT**

The location and mailing address of the Corporation's initial registered office in Florida is:

922 N. SUNCOAST BLVD.
CRYSTAL RIVER, FL 34429

The initial registered agent at the registered office is:

JOHN A. DICKERSON

The corporation's principal office and mailing address is:

922 N. SUNCOAST BLVD.
CRYSTAL RIVER, FL 34429

**ARTICLE THREE
PURPOSE**

The purpose for which the Corporation is organized shall be to engage in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction.

**ARTICLE FOUR
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE
INCORPORATOR**

The name and post office address of the incorporator is:

| | |
|-------------------|---------------------------|
| JOHN A. DICKERSON | 439 N. MICHAELMAS TERRACE |
| | CRYSTAL RIVER, FL. 34429 |
| | 352-563-0049 |

**ARTICLE SIX
DIRECTORS**

The Board of Directors shall consist of 1 member initially. The number of directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be fewer than one (1). The name and address of the Board of Directors are:

| Name | Address |
|---------------------|---------------------------|
| JOHN A. DICKERSON | 439 N. MICHAELMAS TERRACE |
| President | CRYSTAL RIVER, FL. 34429 |
| | 352-563-0049 |
| Vice President | |
| JOHN A. DICKERSON | 439 N. MICHAELMAS TERRACE |
| Secretary/Treasurer | CRYSTAL RIVER, FL 34429 |
| | 352-563-0049 |

**ARTICLE SEVEN
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 100, all of which shall be common shares, with par value of \$1.00 per share.

ARTICLE EIGHT

STATED CAPITAL

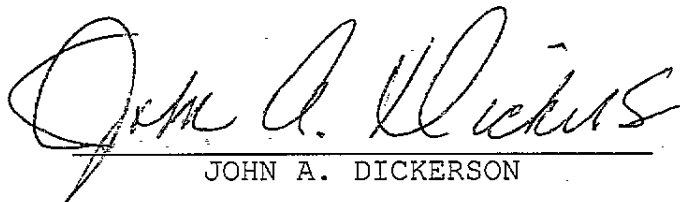
The amount of capital with which the Corporation shall begin business is \$50.00.

ARTICLE NINE AMENDMENT OF ARTICLES

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 24 day of July, 1999.


JOHN A. DICKERSON

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 24
day of JULY, 1999 by JOHN A. DICKERSON, who is personally known to
me or who has produced _____ as
identification and who did take an oath.

Print: C.C. Sims

Signature: C.C. Sims

Notary Public

State of Florida At Large

Commission Expires: 3/25/03

[Seal]



C C Sims

My Commission CC820988

Expires March 25, 2003

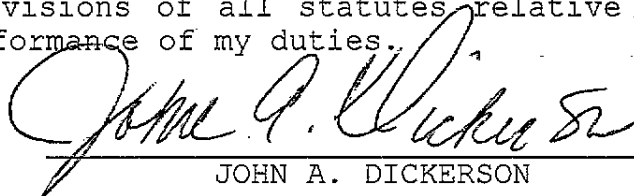
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That A CELLULAR ADVANTAGE OF CRYSTAL RIVER INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of CRYSTAL RIVER, County of CITRUS and State of Florida has named JOHN A. DICKERSON as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



JOHN A. DICKERSON
REGISTERED AGENT

7/24/99
DATE