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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

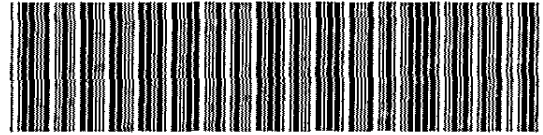
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TALLAHASSEE, FLORIDA

05/09/05--01035--007 **87.50

William Ferrelli GIVE
AUTHORIZATION BY PHONE TO
CORRECT remove DBA name
DATE 5/17/05
DOC. EXAM. JB

4/1 5/19/05

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: American Telecharge, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

William E. Ferrelli

(Name of Person)

American Telecharge, Inc.

(Firm/Company)

24 Winding Way, Suite One

(Address)

Mullica Hill, NJ 08062

(City/State and Zip code)

For further information concerning this matter, please call:

William E. Ferrelli

(Name of Person)

at (856) 223-0400

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. American Telecharge, Inc.
 (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New Jersey 3. 22-2922-389
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1987 5. Perpetual
 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A
 (Date first transacted business in Florida, if prior to registration)
 (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 24 Winding Way, Suite One, Mullica Hill, NJ 08062
 (Principal office address)

24 Winding Way, Suite One, Mullica Hill, NJ 08062
 (Current mailing address)

8. Competitive Local Exchange Provider (CLEC) - Reseller of Local Telephone Service
 (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: LINDA FERRELLI

Office Address: 1250 TENNIS PL COURT A-33

SANIBEL, Florida 33957
 (City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Linda Ferrelli
 (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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 TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: William E. Ferrelli
Address: 24 Winding Way
Mullica Hill, NJ 08062

Vice Chairman: Christine L. Smith
Address: 24 Winding Way
Mullica Hill, NJ 08062

Director: William M. Ferrelli
Address: 24 Winding Way
Mullica Hill, NJ 08062

Director: _____
Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

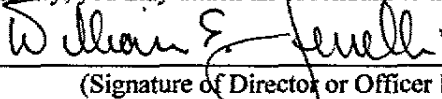
President: William E. Ferrelli
Address: 24 Winding Way
Mullica Hill, NJ 08062

Vice President: Christine L. Smith
Address: 24 Winding Way
Mullica Hill, NJ 08062

Secretary: William M. Ferrelli
Address: 24 Winding Way, Mullica Hill, NJ 08062

Treasurer: Christine L. Smith
Address: 24 Winding Way, Mullica Hill, NJ 08062

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. William E. Ferrelli
(Typed or printed name and capacity of person signing application)

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

AMERICAN TELECHARGE, INC.

0100350172

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on September 11, 1987.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

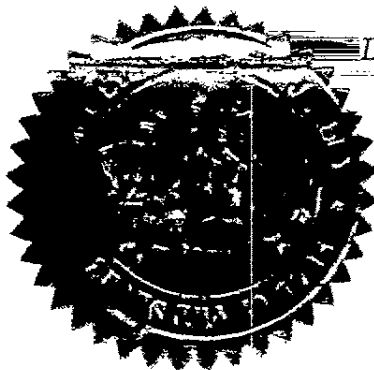
I further certify that the registered agent and registered office are:

*William Ferrelli.
24 Winding Way
Mullica Hill, NJ 08062*

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

AMERICAN TELECHARGE, INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
3rd day of May, 2005

A handwritten signature in cursive script, which appears to read "John E. McCormac".

John E McCormac, CPA
State Treasurer