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RESUBMIT

To:

Division of Corporations
Fax Number : (850) 617-6381

Please give original submission
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From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

FOREIGN PROFIT/NONPROFIT CORPORATION

WALKER AND ASSOCIATES OF NORTH CAROLINA, INC.

Certificate of Status	0
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10/08/09



October 7, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPORATE SERVICE COMPANY

SUBJECT: WALKER AND ASSOCIATES OF NORTH CAROLINA, INC.
REF: W09000044802

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation if a 2010 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6962.

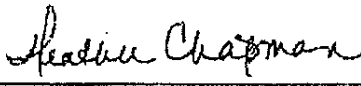
Valerie Herring
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

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. Walker and Associates of North Carolina, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")
2. North Carolina 3. 54-0982503
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. February 18, 2009 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1503, F.S., to determine penalty liability)
7. 7129 Old Highway 52, Welcome, NC 27374-1029
(Principal office address)
P.O. Box 1029, Welcome, NC 27374-1029
(Current mailing address)
8. Wholesale distribution of telecommunications products
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301-2525
(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.

Heather Chapman, as its agent
(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.

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

A. DIRECTORS

Chairman: Virginia M. Walker

Address: 7129 Old Highway 52, Welcome, NC 27374-1029

Vice Chairman: Mark C Walker

Address: 7129 Old Highway 52, Welcome, NC 27374-1029

Director: Marshall R. Walker

Address: 7129 Old Highway 52, Welcome, NC 27374-1029

Director: Laura Walker Domin

Address: 7129 Old Highway 52, Welcome, NC 27374-1029

(See attached Addendum A for additional director)

B. OFFICERS

President: See attached Addendum A for list of officers

Address:

Vice President:

Address:

Secretary:

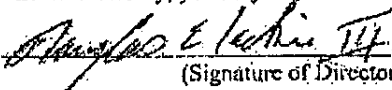
Address:

Treasurer:

Address:

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. Douglas E. Leckie, III Asst. Secretary/CFO

(Typed or printed name and capacity of person signing application)

Addendum AAdditional Director:

Chrystie Walker Brown
7129 Old Highway 52 North
Welcome, NC 27374

Officers:

Virginia M. Walker
Chief Executive Officer
7129 Old Highway 52 North
Welcome, NC 27374

Mark C. Walker
President
7129 Old Highway 52 North
Welcome, NC 27374

Douglas E. Leckie, III
Assistant Secretary and Chief Financial Officer
7129 Old Highway 52 North
Welcome, NC 27374

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NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

WALKER AND ASSOCIATES OF NORTH CAROLINA, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 18th day of February, 2009, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 19th day of August, 2009.

Elaine F. Marshall

Secretary of State