

F95000001447

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 27 AM 9:47

SUBJECT:

BEEPER EXPRESS 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, AND A "CERTIFICATE OF STATUS".

Please return all correspondence concerning this matter to the following:

PATRICK WHELAN
(Name of Person)
BEEPER EXPRESS INC
(Firm/Company)
2748 NIGHT HAWK CT
(Address)
LONGWOOD FL 32779
(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

PATRICK WHELAN at (407) 623-9000
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

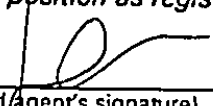
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. BEEPER EXPRESS INC
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE
(State or country under the law of which it is incorporated)
3. 59-2038689
(FEI number, if applicable)
4. 2/7/1989
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 1/3/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 2748 NIGHT HAWK CT
LONGWOOD FL 32779
(Current mailing address)
8. "ANY LAWFUL ACT OR ACTIVITY"
(Purposes) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: PATRICK WHELAN
Office Address: 2748 NIGHT HAWK CT
LONGWOOD, Florida, 32779
(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.

(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: PATRICK WHELAN

Address: 2748 NIGHT HAWK CT

LONGWOOD FL 32779

Vice President: _____

Address: _____

Secretary: PATRICK WHELAN

Address: 2748 NIGHT HAWK CT

LONGWOOD FL 32779

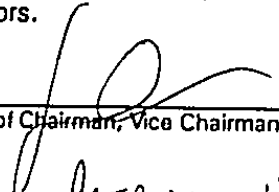
Treasurer: _____

Address: _____

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

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

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

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEEPER EXPRESS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF MARCH, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BEEPER EXPRESS, INC." WAS INCORPORATED ON THE SEVENTH DAY OF FEBRUARY, A.D. 1989.

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State 437350

AUTHENTICATION:

03-14-95

DATE:

F95000001447
Beeper Express, Inc.

3800 E. Colonial Drive
Orlando, FL 32803-5247

Tel: 407-896-6603
FAX: 407-896-7338

11/5/95

DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE FL 32314

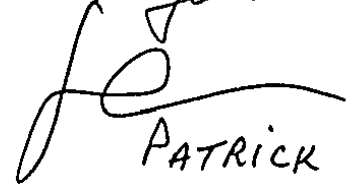
Dear Sirs:

F95000001447

Please note the change of address for
Beeper Express Inc.
3800 E. COLONIAL DR
ORLANDO FL 32803

I am President and Florida registered
agent. My current address is
105 LAKE RENA DRIVE
LONGWOOD FL 32779.

Thank you.


PATRICK WHELAN

11-9-95
ymtn