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DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000032

REFERENCE : 627203 869010

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : June 27, 1995

ORDER TIME : 11:16 AM

ORDER NO. : 627203

CUSTOMER NO: 869010

CUSTOMER: Ms. Jean Paulsen
Prentice Hall Legal &
400 North Saint Paul
Suite 1025
Dallas, TX 75201

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FOREIGN FILINGS

NAME: TELCAM, TELECOMMUNICATIONS
COMPANY OF THE AMERICAS, INC.

☐ PROFIT
☐ NON-PROFIT

☐ CORPORATE
☐ LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gebrena Randolph

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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. TELICAM, Telecommunications Company of the Americas, 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. TEXAS 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 13, 1994 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 905 Rosenberg
Galveston, TX 77550
(Current mailing address)
8. Provide long distance service.
(Purpose(s) 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: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Nays Street, #105

Tallahassee, Florida, 32301
(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.

By: Amy Hopson
(Registered agent's signature) Amy Hopson Assistant Secretary

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Terry Miller

Address: 905 Rosenberg, Galveston, TX 77550

Vice Chairman: _____

Address: _____

Director: Mike Massingill

Address: 905 Rosenberg

Galveston, TX 77550

Director: Joe Wiggins

Address: 905 Rosenberg

Galveston, TX 77550

B. OFFICERS

President: Terry Miller

Address: 905 Rosenberg

Galveston, TX 77550

Vice President: _____

Address: _____

Secretary: Mike Massingill

Address: 905 Rosenberg

Galveston, TX 77550

Treasurer: Joe Wiggins

Address: 905 Rosenberg

Galveston, TX 77550

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

13

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

14.

TERRY MILLER ~~BOB~~ CHAIRMAN
(Typed or printed name and capacity of person signing application)



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

TELCAM, TELECOMMUNICATIONS COMPANY OF THE AMERICAS, INC.

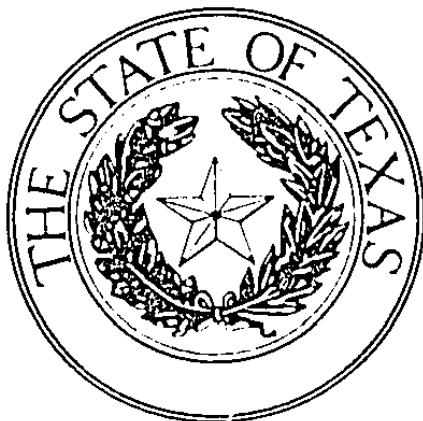
were filed in this office and a certificate of incorporation was issued on

JUNE 13, 1994;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on June 21, 1995.*

Antonio O. Garza, Jr.

Antonio O. Garza, Jr.
Secretary of State

CEB