

F95 000003148

SMITH & FLOYD

P. O. Drawer 766
St. Marys, Ga. 31558

CHARLES C. SMITH, JR.
TERRY K. FLOYD

1815 OSBORN ROAD
PHONE (912) 882-4348
FAX (912) 882-3758

June 8, 1995

Ms. Sandra B. Mortham, Secretary of State
Florida Department of State
Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: ATN, Inc.

700001511627
-06/13/95--01039--011
*****70.00 *****70.00

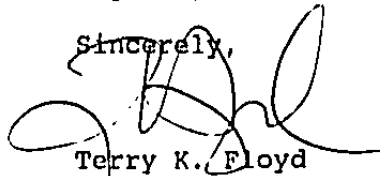
Dear Ms. Mortham:

The enclosed application by foreign corporation for authorization to transact business in Florida, certificate of existence, and this firm's check in the amount of \$70.00 are submitted to register the above-referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to Terry K. Floyd at the above address. Should you have any questions please give me a call.

With warmest personal regards, I remain

Sincerely,



Terry K. Floyd

W95-12016

TKF/dko
Enclosures

cc: Mr. Robert Spangler
Mr. Wyman Westberry

RECEIVED
JUN 13 1995
STATE OF FLORIDA
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1995

TERRY K. FLOYD
PO DRAWER 766
ST. MARYS, GA 31558

SUBJECT: ATN, INC.
Ref. Number: W95000012016

We have received your document for ATN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return 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 (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 795A00028941

SMITH & FLOYD
ATTORNEYS AT LAW
P. O. DRAWER 766
ST. MARYS, GEORGIA 31855

CHARLES C. SMITH, JR.
TERRY K. FLOYD

June 26, 1995

1818 OSBORNE ROAD
PHONE (912) 882-4348
FAX (912) 882-5758

Mr. Doug Dickinson
Document Specialist
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

RE: ATN, Inc.
Reference No. W95000012016
Letter No. 795A00028941

Dear Mr. Dickinson

With regard to the above and pursuant to our telephone conversation of this morning, I enclose herewith the application by foreign corporation and resolution of Board of Directors for ATN, Inc. to do business in the State of Florida as Amtel Network, Inc.

Please advise if there is anything further you need in order to complete this transaction.

Sincerely yours,


Donna K. O'Banion
For the Firm

/dko

Enclosures
cc: Mr. Wyman Westberry

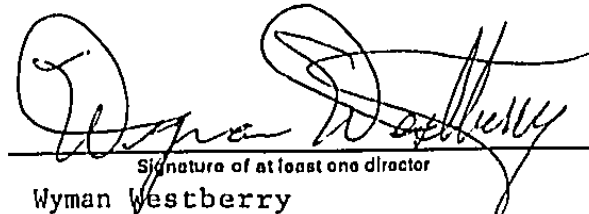
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JUN 29 AM 11:35

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Wyman Westberry, do hereby certify that this Resolution of the Board of Directors of ATN, Inc., a corporation duly organized and existing under the laws of the State of Georgia, was duly adopted on June 26, 1995.

Resolved, that ATN, Inc., organized and existing in the State of Georgia, hereby adopts the name Amtel Network, Inc. for use in Florida.

Dated: June 26, 1995


Signature of at least one director
Wyman Westberry

FILED
SECRETARY OF STATE
95 JUN 29 11:11:35

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. Name of Corporation: ATN, Inc.
2. State under the law of which it is incorporated: Georgia
3. FEI Number: 58-2030763
4. Date of Incorporation: December 7, 1992
5. Duration: Perpetual
6. Date first transacted business in Florida: JUNE 1995
7. Current mailing address: 919 Dilworth Street
St. Marys, Georgia 31558
8. Purpose of corporation authorized in home state to be
carried out in the State of Florida: TELECOMMUNICATIONS AGENT
9. Name and street address of Florida registered agent:

Gordon R. Reilly
3226 REMINGTON STREET
JACKSONVILLE, FL 32205

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.


Gordon R. Reilly

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 which it is incorporated.

FILED
SECRETARY OF STATE
JUN 20 1995
TALLAHASSEE, FLORIDA

12. Names and address of officers and/or directors:

A. Directors:

Wyman Westberry
911 Dilworth Street
St. Marys, Georgia 31558

Robert E. Spangler
919 Dilworth Street
St. Marys, Georgia 31558

Charles J. Marino
4309 SPRINGHILL CT.
KINGSLAND, GA 31548

Ernest C. Becker
106 NELSON PL.
ST. MARYS, GA 31558

Gordon R. Reilly
3226 REMINGTON STREET
JACKSONVILLE, FL 32205

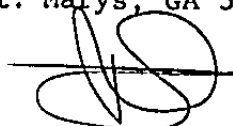
B. Officers:

Robert E. Spangler, President
919 Dilworth Street
St. Marys, Georgia 31558

Wyman Westberry, Vice-President
911 Dilworth Street
St. Marys, Georgia 31558

Gordon R. Reilly, Secretary
3226 Remington Street
Jacksonville, FL 32205

Ernest C. Becker, Treasurer
106 Nelson Place
St. Marys, GA 31558



Robert E. Spangler, President
Officer of Corporation

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 950950297
CONTROL NUMBER : 9300778
DATE INC/AUTH/FILED: 12/07/1992
JURISDICTION : GEORGIA
PRINT DATE : 04/05/1995
FORM NUMBER : 211

ATN, INC
ATTN: TAMMY, SMITH & FLOYD'S ATTORNEY
P O DRAWER 766
ST. MARY'S GA 31558

FILED
SECRETARY OF STATE
APR 5 1995
11:11:55

CERTIFICATE OF EXISTENCE

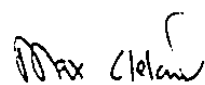
I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

ATN, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above and was incorporated, formed, or authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution or certificate of cancellation with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



MAX CLELAND
SECRETARY OF STATE



CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta