

F9500005836

WIGGINS & VILLACORTA, P.A.
ATTORNEYS AT LAW
50 EAST GUNN STREET
TALLAHASSEE, FLORIDA 32302

RECEIVED
9 NOV 1995
DIVISION OF CORPORATION

TELEPHONE (904) 222-1534
TELECOPIER (904) 222-1689
November 30, 1995

VIA HAND DELIVERY

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200001650242
-11/30/95--01051--012
*****70.00 *****70.00

RE: Pinnacle Payphones, Inc.

Dear Sir/Madam:

Enclosed for filing is Pinnacle Payphones, Inc.'s Application by Foreign Corporation for Authorization to Transact Business in Florida. Also enclosed are a Nevada Certificate of Corporate Existence for Pinnacle Payphones, Inc. and a check for the filing fee in the amount of \$70.00 made payable to the Florida Secretary of State.

Please send the Certificate of Authority to the following:

Mary Alda Balthrop
Wiggins & Villacorta, P.A.
P.O. Drawer 1657
Tallahassee, FL 32302

Thank you for your assistance with this matter.

Sincerely,

Mary Alda Balthrop
Mary Alda Balthrop
Paralegal

Enclosures

JH
FILED
NOV 30 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pick
3:00

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Pinnacle Payphones, 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. Nevada 3. 88-0319911
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 22, 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Will begin business upon certification approval
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 1800 2nd Street, Suite 705
Sarasota, Florida 34236
(Current mailing address)

8. Resold Telecommunications
(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: Edward G. McCabe

Office Address: 1800 2nd Street, Suite 705

Sarasota, Florida, Florida, 34236
(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)
Edward G. McCabe

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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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Edward G. McCabe

Address: 1800 2nd Street, Suite 705
Sarasota, FL 34236

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Edward G. McCabe

Address: 1800 2nd Street, Suite 705
Sarasota, FL 34236

Vice President: _____

Address: _____

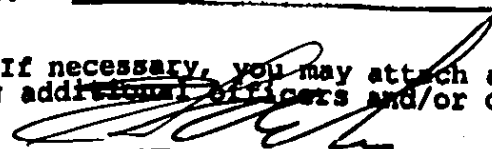
Secretary: _____

Address: _____

Treasurer: _____

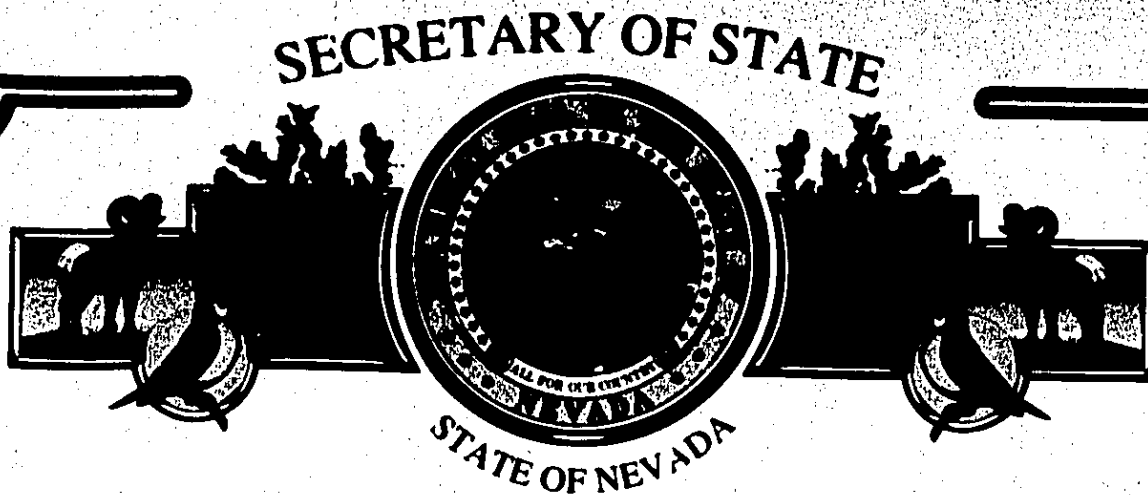
Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Edward G. McCabe, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA



CERTIFICATE OF CORPORATE EXISTENCE (EXCLUDING AMENDMENTS)

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **PINNACLE PAYPHONES, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith, is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, Carson City, Nevada, this 19th day of October, 1995.

Dean Heller

Secretary of State

By

[Signature]
Certification Clerk

FILED
OCT 30 AM 8:26
TALLAHASSEE, FLORIDA
SECRETARY OF STATE