

F96000001827

(Requestor's Name) **CORPORATE ACCESS, INC.**
 1116-D THOMASVILLE RD
 (Address) **TALLAHASSEE, FL 32303**
 (904) 222-2666
 (City, State, Zip) (Phone #)

SEP 26 2 55

OFFICE USE ONLY

600001598366
 -09/29/95--01032--012
 *****70.00 *****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

W95-19585

1. AXces, Inc
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 9-29 4:00
☐ Mail out ☐ Will wait ☐ Photocopy ☒ ~~Registered~~ Copy
☐ Certificate of Status

96 APR 11 PM 2:58

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☒	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

Examiner's Initials

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0393 FAX

800-342-8086



ACCOUNT NO. : 0721000000032
REFERENCE : 906237 5024982
AUTHORIZATION :
COST LIMIT : 9

ORDER DATE : April 3, 1996
ORDER TIME : 11:18 AM
ORDER NO. : 906237
CUSTOMER NO: 5024982
CUSTOMER: Mr. Timothy J. Till
Axces, Inc.
2500 Wilcrest
Suite #300
Houston, TX 77042

FOREIGN FILINGS

NAME: AXCES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 29, 1995

CORPORATE ACCESS, INC

SUBJECT: AXCES, INC.
Ref. Number: W95000019585

We have received your document for AXCES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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 DOCUMENT SPECIALIST indicated.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 395A00044626



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1996

CSC NETWORKS

SUBJECT: AXCES, INC.
Ref. Number: W95000019585

Resubmit

RECEIVED
96 APR 11 PM 2 16
DIVISION OF CORPORATIONS

We have received your document for AXCES, 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 dba name would need to contain a corporate suffix.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 596A00016502

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Michael Avignon, CEO, do hereby certify
that this Resolution of the Board of Directors of Axces, Inc.
a corporation duly organized and existing under the laws of the State of Delaware,
was duly adopted on 1/3, 19 94.

Resolved, that Axces, Inc., organized
and existing in the State of Delaware, hereby adopts the
name Axces of Delaware, Inc. for use in Florida

Dated: 3/28/96

Michael Avignon
Signature of at least one director

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DIVISION OF CORPORATIONS
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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. AXCES, 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 3. 76-0422394
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/3/94 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon approval
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 2500 Wilcrest, Suite 300
Houston, TX 77042
(Current mailing address)

8. the sale of long distance telecommunications services.
(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:

The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 1201 Hays Street, Suite 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.

The Prentice-Hall Corporation System, Inc.

By: 
(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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DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Michael Avignon

Address: 2500 Wilcrest, Suite 300
Houston, TX 77042

Vice Chairman: _____

Address: _____

Director: Timothy J. Till

Address: 2500 Wilcrest, Suite 300
Houston, TX 77042

Director: _____

Address: _____

B. OFFICERS

President: Timothy J. Till

Address: 2500 Wilcrest, Suite 300
Houston, TX 77042

CEO ~~Vice President~~ Michael Avignon

Address: 2500 Wilcrest, Suite 300
Houston, TX 77042

Secretary: Timothy J. Till

Address: 2500 Wilcrest, Suite 300
Houston, TX 77042

Treasurer: _____

Address: _____

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

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

14. Michael Avignon, CEO
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AXCES, 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 NINTH DAY OF APRIL, A.D. 1996.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 11 PM 2:58



Edward J. Freel

Edward J. Freel, Secretary of State

2366178 8300

960102250

AUTHENTICATION:

7900359

DATE:

04-09-96

F96000001827

CHARLES COYLE & COMPANY, INC.
826 Shadybrook Drive
Suite B
Marietta, GA 30066-6216
Phone: (800) 211-8645 Fax (800) 211-8647

3-4-97

FL :

800002106858--2

-03/07/97--01018--008
*****70.00 *****35.00

PLEASE FILE THE ATTACHED CHANGE OF AGENT PAPERS

AND RETURN THE STAMPED COPY.

IF THERE ARE ANY PROBLEMS PLEASE CALL 1-800-211-8645

J. COYLE

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91 MAR -7 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RAch9
KTB
3-7

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____
Axces, Inc. - qualified as - Axces of Delaware, Inc.

1b. Date of incorporation: 12-27-93 Document number 796000001827
Date of qualification: 4-11-96

2. The name and address of the current registered agent and office:
The Prentice-Hall Corporation System, Inc.

1201 Hays Street, Suite 105, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

NRAI Services, Inc.

526 East Park Avenue, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


SIGNATURE
2/27/97
DATE

Michael Avignon - CEO, Chairman & Treasurer
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

NRAI Services, Inc.
SIGNATURE By: 
Charles A. Corle (Registered Agent) Asst. Secy.
DATE 3-4-97