

F96000002831

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

10000185271 1
-06/06/96--01004--005
*****78.75 *****78.75

SUBJECT: H&L Telecom, 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.

Please return all correspondence concerning this matter to the following:

Michael E. Smith, Esq.
(Name of Person)

(Firm/Company)

PO Box 18296
(Address)

Asheville NC 28814
(City/State/Zip)

8/6/96
96 JUN - 6 PM 12: 52
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

Michael E. Smith at (704) 254-0052
(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 Section
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. H&L Telecom, 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. NC (State or country under the law of which it is incorporated)

3. 56-1943855 (FEI number, if applicable)

4. 19 Oct 1995 (Date of Incorporation)

5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. 1996 (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. H&L Telecom, Inc. 7819 Sunshine Bostic Hwy, Bostic, NC 28018 (Current mailing address)

8. Sales and installation of communications equipment (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: (P.O. Box or Mail Drop Box NOT acceptable) Name: Kathryn Wells Office Address: 2240 Highway 29 South Pensacola, Florida, 32505 (Zip Code)

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 96 JUN -6 PM 12:52

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.

Kathryn Wells (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.

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: Herbert D. Wiley, Jr

Address: 2819 Sunshine Boshe Hwy, Boshe, NC 28018

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Herbert D. Wiley, Jr

Address: (see above)

Vice President: _____

Address: _____

Secretary: Kathryn Wells

Address: 830 Shadow Ridge Dr. Pensacola FL 32514

Treasurer: _____

Address: _____

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

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

14. Kathryn Wells, Secretary
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN - 5 PM 12: 52

STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -6 PM 12:58

CERTIFICATE OF EXISTENCE

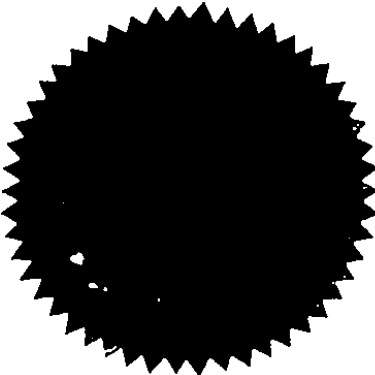
I, RUFUS L. EDMISTEN, Secretary of State of the State of North Carolina, do hereby certify that

H & L TELECOM, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 19th day of October, 1995, with its period of duration being perpetual.

I FURTHER certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 29th day of February, 1996.



Rufus L. Edmisten

Secretary of State