



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone (302) 575-0440 • Fax (302) 575-1346

JUN 17 1996
F960000004291

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300001862733
-06/14/96--01087--013
*****70.00 *****70.00

RE: Mediatel, Inc.
9605102622527

Dear Sir or Madam:

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for Mediatel, Inc.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440 ext. 7003, with questions regarding the enclosed application.

Sincerely,

C. Jeandell

Christine Jeandell
Corporate Service Representative

enc.

W96-12778

9/8/21

96 AUG 21 PM 4:10

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED
96 JUN 13 AM 8:37
DIVISION OF CORPORATIONS

Name conflict
P94-50922



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 14, 1996

CHRISTINE JEANDELL
THE COMPANY CORPORATION
1313 N. MARKET ST.
WILMINGTON, DE 19801-1151

SUBJECT: MEDIATEL, INC.
Ref. Number: W96000012778

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JUN 21 PM 4:10

We have received your document for MEDIATEL, 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 entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 096A00029753



THE COMPANY CORPORATION

1314 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone (302) 575-0440 • Fax (302) 575-1346

August 19, 1996

Corporate Records Bureau
Division of Corporations
Attn: Jennifer Sindt
P.O. Box 6327
Tallahassee, FL 32314

RE: Mediatel, Inc.
Ref. W96000012778
TCC Ref. 9605102622527

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 21 PM 4:10

Dear Ms. Sindt:

Enclosed please find documentation necessary to process the Application for Authority to conduct business for Mediatel, Inc. As outlined in your letter dated June 14, 1996, a corporate resolution adopting an alternate name is being submitted to complete this filing.

Please file and return all related correspondence to my attention at the address listed above. If you have any further questions regarding this application, please feel free to contact me directly at 800-542-2677, ext. 7003.

Sincerely,

Laura J. Lockhart
Corporate Service Representative

Enclosures

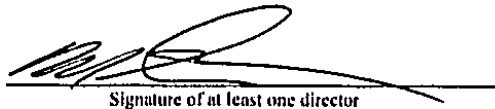
RESOLUTION OF THE BOARD OF DIRECTORS
of
MEDIATEL, INC.

I, the undersigned Mark T. Freeman, do hereby certify that this Resolution of the Board of Directors of Mediatel, Inc., a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on July 9, 1996.

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

Dated: _____

July 9, 1996


Signature of at least one director

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 21 PM 4:10

**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. MEDIATEL, 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
(State or country under the law of which it is incorporated)
3. APPLIED FOR
(FEI number, if applicable)
4. 5/10/96
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPM1 Approval
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 4200 BAYSHORE BLVD NE
ST. PETERSBURG, FL 33703
(Current mailing address)
8. PRODUCT DEVELOPMENT AND LICENSING AND ANY OTHER LEGAL ACTIVITY OF A CORP.
(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: MARK T. FREEMAN
Office Address: 4200 BAYSHORE BLVD NE
ST. PETERSBURG FL, Florida, 33703
(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)

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.

SECRET
DIVISION OF
CORPORATIONS
95 AUG 21 PM 1:00

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: MARK T. FREEMAN

Address: 4200 BAYSHORE BLVD NE
ST. PETERSBURG, FL 33703

Vice Chairman: _____

Address: _____

Director: JAN S. GROSS

Address: 1603 GULF DRIVE N., STE 23
BRADENTON, FL 34217

Director: DONNA S. DICRISTINA

Address: 4200 BAYSHORE BLVD NE
ST. PETERSBURG, FL 33703

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

President: MARK T. FREEMAN

Address: 4200 BAYSHORE BLVD NE
ST. PETERSBURG, FL 33703

Vice President: JAN S. GROSS

Address: 1603 GULF DRIVE N., STE 23
BRADENTON, FL 34217

Secretary: DONNA S. DICRISTINA

Address: 4200 BAYSHORE BLVD NE
ST. PETERSBURG, FL 33703

Treasurer: MARK T. FREEMAN

Address: 4200 BAYSHORE BLVD NE, ST PETERSBURG, FL 33703

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

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

14. PRESIDENT
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF PUBLIC AFFAIRS
JAN 21 PM 4:10
95

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEDIATEL, 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 FOURTH DAY OF JUNE, A.D. 1996.

FILED
DIVISION OF STATE
CORPORATIONS
96 AUG 21 PM 4:10



2622527 8300

960160987

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

7971057

06-04-96