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C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone

000001959896
-09/30/96--01044--000
*****70.00 *****70.00

CORPORATION(S) NAME

Porta-Phone Paging, Inc

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

66 SEP 30 PM 1:20

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9/30

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9/30/96

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Porta-Phone Paging, 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. Georgia

(State or country under the law of which it is incorporated)

3. 58-2254140

(FEI number, if applicable)

4. July 18, 1996

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))

7. 126 N. Washington Street, Albany, Georgia 31701

(Current mailing address)

8. See attached purpose clause

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

John J. Mastara, Asst. Secy.

(Type Name and Title of Officer)

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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:

A. DIRECTORS

Chairman: J. Mack Robinson

Address: 126 N. Washington Street

Albany, Georgia 31701

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

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

14. William A. Fielder, III, Vice President
(Typed or printed name and capacity of person signing application)

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**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
Porta-Phone Paging, Inc.**

To acquire, own, lease, rent and operate telephone, paging, cellular phone and other forms of communication services utilizing any and all kinds of transmission facilities.

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**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Directors of
Porta-Phone Paging, Inc.**

1. J. Mack Robinson
126 N. Washington Street
Albany, Georgia 31701
2. Richard L. Boger
126 N. Washington Street
Albany, Georgia 31701
3. Hilton H. Howell, Jr.
126 N. Washington Street
Albany, Georgia 31701
4. William E. Mayher, III
126 N. Washington Street
Albany, Georgia 31701
5. Howell W. Newton
126 N. Washington Street
Albany, Georgia 31701
6. Hugh Norton
126 N. Washington Street
Albany, Georgia 31701
7. Robert S. Prather, Jr.
126 N. Washington Street
Albany, Georgia 31701

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**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Officers of
Porta-Phone Paging, Inc.**

1. J. Mack Robinson, President
126 N. Washington Street
Albany, Georgia 31701
2. William A. Fielder, III, Vice President/Chief Financial Officer
126 N. Washington Street
Albany, Georgia 31701
3. Sabra H. Cowart, Vice President/Assistant Secretary
126 N. Washington Street
Albany, Georgia 31701
4. Robert A. Belzer, Secretary
126 N. Washington Street
Albany, Georgia 31701
5. Pat Thomason, Assistant Secretary
126 N. Washington Street
Albany, Georgia 31701

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Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 962690159
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DATE INC/AUTH/FILED : 07/18/1996
JURISDICTION : GEORGIA
PRINT DATE : 09/25/1996
FORM NUMBER : 0211

HEYMAN & SIZEMORE
PAIGE A. SMITH
229 PEACHTREE ST.
ATLANTA, GA 30303

CERTIFICATE OF EXISTENCE

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

PORTA-PHONE PAGING, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was 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, certificate of
cancellation or any other similar document 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, a statement of commencement of winding up 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.



Lewis A. Massey

Lewis A. Massey
Secretary of State

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TALLAHASSEE, FLORIDA