

F98000003163

Date: 05/21/98

To: Florida Department of State

From: Bonnie Netherland

Subject: Application for Registration

300002535033--8
-05/26/98--01052--001
*****87.50 *****87.50

Contact person's name will be Darlene Caye, ARC Director.

Phone #770-819-1600 extension 25.

Please return acknowledgement to: Darlene Caye

ETS Payphones, Inc.

561 Thornton Rd., Suite K

Lithia Springs, GA 30122

5/26/98

W98-11284

Enc. 3

FILED
98 JUN -4 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 27, 1998

DARLENE CAYE
ETS PAYPHONES, INC.
561 THORNTON ROAD, SUITE K
LITHIA SPRINGS, GA 30122

SUBJECT: ETS PAYPHONES, INC.
Ref. Number: W98000011984

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TALLAHASSEE, FLORIDA

We have received your document for ETS PAYPHONES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

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 (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 098A00029550

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ETS PAYPHONES, 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:

DARLENE CAYE

(Name of Person)

ETS PAYPHONES, INC.

(Firm/Company)

561 THORNTON ROAD SUITE K

(Address)

LITHIA SPRINGS, GA 30122

(City/State/Zip)

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

DARLENE CAYE

(Name of Person)

at (770) 819-1600 ext. 331

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

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TALLAHASSEE, FLORIDA

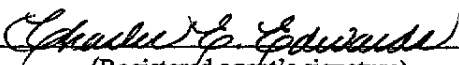
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. ETS 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. GEORGIA
(State or country under the law of which it is incorporated)
3. 58-2131736
(FEI number, if applicable)
4. 6/6/96
(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 817.155, F.S.)
7. 561 THORNTON ROAD, SUITE K
LITHIA SPRINGS, GA 30122
(Current mailing address)
8. INSTALL & OPERATE PUBLIC PAY TELEPHONES
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: ETS PAYPHONES OF FL, INC.
Office Address: 230 PARNELL ST.
MERRITT ISLAND, Florida, 32953
(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.

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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

President: CHARLES E. EDWARDS

Address: 561 THORNTON ROAD, SUITE K

LITHIA SPRINGS, GA 30122

Vice President: _____

Address: _____

Secretary: JOAN SHEPLER

Address: 561 THORNTON ROAD, SUITE K

LITHIA SPRINGS, GA 30122

Treasurer: KEVIN BERTH, CFO

Address: 561 THORNTON ROAD, SUITE K

LITHIA SPRINGS, GA 30122

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. CHARLES E. EDWARDS, CEO
(Typed or printed name and capacity of person signing application)

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 981110742
CONTROL NUMBER : 9414564
DATE INC/AUTH/FILED: 06/07/1994
JURISDICTION : GEORGIA
PRINT DATE : 04/21/1998
FORM NUMBER : 211

DARLENE CAYE
ETS PAY PHONES INC.
561 THORNTON RD. STE. K
LITHIA SPRINGS GA 30122

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TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**ETS PAY PHONES, 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

