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Link Jul Co	mmunu	ations, Clac	4000029617145 -08/17/9901029015 ******87.50 *****87.50
			Art of Inc. File LTD Partnership File Foreign Corp. File
			L.C. File Fictitious Name File Trade/Service Mark Merger File 9
			Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement
		(0)	Cert. Copy
	h	rH.	Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search
Signature		8/20/99	Fictitious Search Fictitious Owner Search Vehicle Search
Requested by: Name	<u>8 19 99</u> Date	9:00 Time	Driving Record UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval
Walk-In	Will Pick Un	,	Courier



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

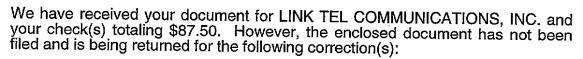
August 17, 1999

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: LINK TEL COMMUNICATIONS, INC.

Ref. Number: W99000019014



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.

Please note that we have RETAINED your \$87.50 payment.,

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) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 899A0004

99 AUG 20 AM 11: 25

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RESOLUTION OF BOARD OF DIRECTORS OF LINK TEL COMMUNICATIONS, INC.

I, the undersigned Chairman of the Board of Directors do hereby certify that this Resolution of the Board of Directors of Link Tel Communications, Inc., a corporation duly organized and existing under the laws of the State of Georgia, was duly adopted on August 16, 1999. Be it resolved, that Link Tel Communications, Inc., organized and existing in the State of Georgia, hereby adopts the name of Pay Phone Management Corp. for use in Florida.

Dated: August 17, 1999

Marty Whirl

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

	7.0
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA S	TATUTES. THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT I	BUSINESS IN THE STATE OF FLORIDA.
1. Link Tel Communications, Inc.	8 600
(Name of corporation; must include the word "INCORPORATI	
words or abbreviations of like import in language as will clearly natural person or partnership if not so contained in the name at	y indicate that it is a corporation instead of a
and a person of partiters in partiters in the name at	present.)
	ST 3
2. <u>Georgia</u>	358-2425072
2Georgia (State or country under the law of which it is incorporated)	(FEI number, if applicable)
(Date of incorporation)	perpetual ation: Year corp. will cease to existor "perpetual")
	audit. Teal corp. will cease to existor "perpetual")
6. 1999	
6. Date first transacted business in Florida.) (SEE SECTION	NS 607.1501, 607.1502 and 817.155, F.S.)
7. 1010 Huntcliff - Suite 1350	
•	
Atlanta, Georgia 30350	The second secon
(Current mailing addres	38)
•	
8. To enter into equipment lease agree	amant c
(Purpose(s) of corporation authorized in home state or con	interior
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Capital Connection, Inc.	
000 411	
Office Address: 417 East Virginia Street -	<u>S</u> uite 1
Tallahassee,	20201
rarranassee,	, Florida, 32301
	(Zip code)
10. Registered agent's acceptance:	
and an all and a state of the s	
Having been named as registered agent and to accept service of pr	Ocess for the above stated corneration at the place decimated in
mis application, i nereby accept the appointment as registered age	Int and agree to act in this capacity. I further agree to comply
wan the provisions of an statutes relative to the proper and comple	rte performance of my duties, and I am familiar with and accept
the obligations of my position as registered agent.	
JUND STAMO	 _
A Redistract agant sound	paintet il
Muran Strong	TELLYIVE
11. Attached is a certificate of existence duly authenticated, not mor	e than 90 days prior to delivery of this application to the
Department of State, by the Secretary of State or other official having	g custody of corporate records in the jurisdiction under the law of

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

which it is incorporated.

A. DIRECT	ORS (Street address only - P.O. Box NOT accepta	able)			
Chairman: _	Marty Whirl	<u></u> _		-	
Address:	1010 Huntcliff - Suite 1350	==- ====		<u> </u>	
	Atlanta, Georgia 30350	 -		99	
Vice Chairma	an:			TIE,	932
				6	0,00
7xda(065					
					OS OH
	t .				
Address:		·			
_					
Director:					
Address:					
B. OFFICI	ERS (Street address only - P.O. Box NOT acc	eptable)			
	Marty Whirl	_			
	1010 Huntcliff - Suite 1350				
	Atlanta, Georgia 30350				
Vice Presider	nt:				
Address:					
	Avlana Cabaaman				
Secretary: Treas.	Arlene Schaeman			-	
Address:	1010 Huntcliff - Suite 1350	- :			· · · · · · · · · · · · · · · · · · ·
	Atlanta, Georgia 30350	-			·
Treasurer: _				_	
Address:					
***************************************					·
NOTE: If n	necessary, you may attach an addendum to the applica	ition listing addi	itional officers and/o	or directors.	
13. Ma	erty Tukirl	- - 			
	(Signature of Chairman, Vice Chairman, or any	officer listed in	number 12 of the ap	pplication)	
14	Marty Whirl, president (Typed or printed name and ca	pacity of person	n signing application	1)	

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 DOCKET NUMBER : K92170229
CONTROL NUMBER : K841060
DATE INC/AUTH/FILED: 11/06/1998
JURISDICTION : GEORGIA
PRINT DATE : 08/05/1999

FORM NUMBER : 211

LAW OFFICE OF HARRY N. LEMBECK
HARRY N. LEMBECK
6085 LAKE FORREST DR., N.W. STE. 100
ATLANTA, GA 30328

CERTIFICATE OF EXISTENCE

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

LINK TEL COMMUNICATIONS, 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 abovenamed 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.



Cathy Cox Secretary of State