

L97000000873



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 492257 80697A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 11, 1997

ORDER TIME : 10:53 AM

ORDER NO. : 492257-005

CUSTOMER NO: 80697A

CUSTOMER: Diana Ross, Legal Asst
ADLER TOLAR & ADLER

Suite 4
1700 Northeast 26th Street
Fort Lauderdale, FL 33305

DOMESTIC FILING

NAME: LAKE WORTH TELECOM, L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX 3 CERTIFIED COPIES
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

285.00 - F.F.C.C.
157.50 - (3)
442.50

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97 AUG 11 PM 12:21
DIVISION OF CORPORATION

File

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FILED
97 AUG 11 PM 1:34
SECRETARY OF STATE
TREASURER, FLORIDA

Dmc 8/11/97

ARTICLES OF ORGANIZATION
OF
LAKE WORTH TELECOM, LC

FILED

97 AUG 11 PM 1:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME:

The name of the limited liability company is LAKE WORTH TELECOM, LC

PERIOD OF DURATION:

The period of its duration shall be fifty (50) years from the end of this calendar year or until December 31, 2047, unless amended by a majority vote of the members.

PRINCIPAL PLACE OF BUSINESS:

The street and mailing address of the company's place of business is

4897 Jog Road
Suite 113
Lake Worth, Florida 33467

REGISTERED AGENT AND REGISTERED OFFICE:

The name and street address of the agent and of the registered office is:

Tru Nguyen
4897 Jog Road
Suite 113
Lake Worth, FL 33467

RIGHT TO ADMIT ADDITIONAL MEMBERS:

Members are given the right to admit new members, upon a unanimous vote of the existing members.

RIGHT TO CONTINUE LIMITED LIABILITY COMPANY:

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event that terminates the continued membership of a member, then the remaining members of this limited liability company may elect to continue the existence of the limited liability company by a majority vote.

MANAGEMENT:

TRU NGUYEN, Managing Member
3200 Northwest 63rd Street
Fort Lauderdale, FL 33309

THE ORGANIZERS AND INITIAL MEMBERS ARE:


Name and address of organizers:

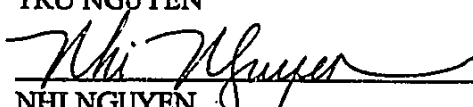
TRU NGUYEN: 3200 Northwest 63rd Street
Fort Lauderdale, FL 33309

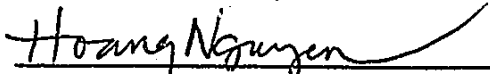
NHI NGUYEN: 3200 Northwest 63rd Street
Fort Lauderdale, FL 33309

HOANG NGUYEN 16819 Melody Way
Hayward, CA 94578

The undersigned organizers have executed these Articles of Incorporation this 7 day
of August, 1997.



TRU NGUYEN


NHI NGUYEN


HOANG NGUYEN

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above
stated limited liability company at the place designated in this certificate. 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 relating to the proper and complete performance of my duties, and I
am familiar with, and accept, the obligations of this position as registered agent.

DATE: 8/7/97



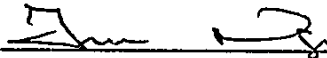
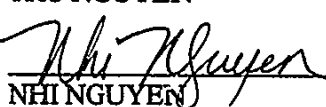
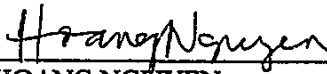
TRU NGUYEN, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Affidavit of Membership and Contribution

Personally appeared before me, the undersigned Notary Public, TRU NGUYEN, NHI NGUYEN and HOANG NGUYEN who, after first being sworn, deposes and states under oath that the limited liability company, LAKE WORTH TELECOM, LC, has at least two members at its formation. The amount of cash and a description and agreed value of property other than cash contributed by the members and the amount anticipated to be contributed by the members is \$30,000.00.

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.


TRU NGUYEN

NHI NGUYEN

HOANG NGUYEN

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AUG 11 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

Before me, the undersigned Notary, on this day personally appeared TRU NGUYEN, NHI NGUYEN and HOANG NGUYEN, known to me to be the person(s) whose name(s) is/are subscribed to the foregoing instrument, and acknowledged to me that they executed the same for the purposes and consideration therein expressed, and in the capacities stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 14 day of August, 1997.

My Commission Expires:


NOTARY PUBLIC



DIANA C. ROSS
MY COMMISSION # CC309530 EXPIRES
September 28, 1997
BONDED THRU TROY FAIR INSURANCE, INC.