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CAPITOL SERVICES d	/b/a Y SERVICE BUREAU, INC.		
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Tallahassee, FL 32	301 (904) 656-3992	OFFICE USE ONLY	· · · · · · · · · · · · · · · · · · ·
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Annual Report	Foreign		
Fictitious Name	Limited Partnership	7.8	000K 0 S MAL HTIM
Name Reservation	Reinstatement		
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ARTICLES OF INCORPORATION

OF

JOHN'S PAGING & CELLULAR #2, INC.

FILED OO JUN 20 PH 12: 17 SECRETARY OF SATE TALERINASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is JOHN'S PAGING & CELLUAR #2, INC. and its principal place of business shall be located at 108 Carlyle Circle, Palm Harbor, FL 34683.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 108 Carlyle Circle. Palm Harbor, FL 34683, and the name of the initial registered agent of this corporation at that address is JOHN COPPOLA.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have One (1) Director who shall serve until his/their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The

PHONE NO. : 850 878 7758

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RHD -- TALLAHASSEE, FL

number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

Name

Address

John Coppola

108 Carlyle Circle Palm Harbor, FL 34683

ARTICLE VIII - OFFICERS

Officers shall be elected at the first meeting of the Board of Directors and shall serve until their successors shall be elected or appointed.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name

Address

John Coppola

108 Carlyle Circle Palm Harbor, FL 34683

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided 607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of

Incorporation on the date of signing.

Dated: June 13, 2000

Coppola, Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby 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 my position as registered agent.

Dated: 6-15-00

OHN COPPOLA, Registered Agent

SECRETARY OF STATE
TALLAHASSEF ELABORA