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The Accounting Office

Smalley & Company, P.A.

A Professional Association

1527 E. Concord Street, Orlando, Florida 32803

Telephone: (407) 897-2277

Fax: (407) 897-6611

Website: www.smalleyngo.com

E Mail: orlando@smalleyngo.com

FILED

01 FEB -8 PM 3: 32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 5, 2001

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

200003662452--4
-02/08/01--01116--012
*****70.00 *****70.00


Re: FastPhone, Inc.

Gentlemen:

Enclosed are the Articles of Incorporation for the above referenced proposed corporation; and, we enclose our check in the amount of \$ 70.00 in payment of the Corporate Filing Fee and Registered Agent Designation for this proposed corporation.

Please send the acceptance documentation to our office at the address above.

Sincerely yours,


Craig Smalley

PH 2/8/01✓

Feb-09-01 02:55P Smalley & Company PA

407-897 6611

P.02

Received: 09 Feb 01 12:50 PM From: 4078976611 To: 5039078101

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Page 2 of 2

Feb-09-01 01:06P Smalley & Company PA

407-897 6611

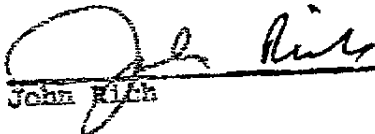
P.02

John Rich
1101 Meadow Lake Way # 201
Winter Springs, FL 32708

February 9, 2001

Florida Department of State
Division of Corporations
Tallahassee, FL

I, John Rich, have no intention of reusing the corporation,
FastPhone, Inc., which was dissolved December 21, 2000. I hereby
release the name FastPhone, Inc.


John Rich

ARTICLES OF INCORPORATION
OF
FastPhone, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation shall be FastPhone, Inc.

ARTICLE II
PURPOSE

This corporation is formed for the purpose of transacting any and all lawful business for which corporations may become incorporated in the State of Florida.

ARTICLE III
DURATION

This corporation shall commence business on the day of the acceptance of these Articles of Incorporation and shall exist perpetually unless sooner dissolved according to law.

ARTICLE IV
PRINCIPAL OFFICE & MAILING ADDRESS

The principal place of doing business of this corporation shall be:

1101 Meadow Lake Way # 201, Winter Springs, FL 32708

The mailing address of this corporation shall be:

1527 E. Concord Street, Orlando, FL 32803

ARTICLE V
SHARES

This corporation shall be authorized to have 7,500 shares of \$ 1.00 Par Value Common Stock outstanding at any one time.

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ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the initial registered agent of this corporation is:

Craig W. Smalley, 1527 E. Concord Street, Orlando, FL 32803

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


Craig W. Smalley
Registered Agent

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially; however, that number may be changed from time to time by the By-Laws. The names and addresses of the initial directors are:

John A. Rich, Jr., 1101 Meadow Lake Way, Winter Springs, FL 32708

ARTICLE VIII
INITIAL OFFICERS

The initial officers of this corporation are:


President: John A. Rich, Jr.
1101 Meadow Lake Way # 201
Winter Springs, FL 32708

ARTICLE IX
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Craig W. Smalley, 1527 E. Concord Street, Orlando, FL 32803

The undersigned incorporator has executed these Articles of Incorporation this 6th day of February, 2001.


Craig W. Smalley
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA