

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P02000000398

Barron Telecom, Inc.

600004747036--8
-01/02/02--01055--007
*****78.75 *****78.75

FILED

02 JAN -2 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____ **EFFECTIVE DATE**
01-01-02
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search **J. BRYAN JAN - 2 2002**
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
02 JAN -2 AM 11:06
TALLAHASSEE, FLORIDA

Signature _____

Requested by: SK

Name _____

Date 1/2/02

Time 9:25

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION
OF
BARRON TELECOM, INC.

FILED
02 JAN -2 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to the Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

The name of the corporation is: **BARRON TELECOM, INC.**

I. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The address of the principal office is

127D INDUSTRIAL ROAD, BIG PINE KEY, FL 33043

and the mailing address is PO Box P. O. BOX 43-2134, BIG PINE KEY, FL 33043

II. TERM OF EXISTENCE

EFFECTIVE DATE
01-01-02

The Corporation shall exist in perpetuity. The date and time of the commencement of the corporate existence shall be January 1, 2002.

III. NATURE OF BUSINESS

The general nature of the business is to be conducted by this corporation is limited to:

PHONE SYSTEMS INSTALLATION AND SERVICE

IV. QUALIFICATIONS OF MEMBERS

The qualifications for members and the manner of their admission shall be as regulated by the bylaws.

V. INITIAL REGISTERED AGENT

The initial registered agent of the Corporation shall be **MARK J. BARRON**

VI. INITIAL REGISTERED OFFICE

The street address of the initial registered office of the corporation is:

**127D INDUSTRIAL ROAD
BIG PINE KEY, FL 33043**

VII. DIRECTORS

A board of one director shall exercise this corporation initially. The number of directors may be increased from time to time by bylaws adopted by the stockholders.

VIII. INITIAL DIRECTORS

The names and addresses of the initial director(s) is as follows:

MARK J. BARRON, PRESIDENT

IX. INCORPORATOR

The incorporator is

MARK J. BARRON

P. O. BOX 432134, BIG PINE KEY, FL 33043-2134

X. AMENDMENT

The articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

XI. CAPITAL STOCK

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares of common stock having a nominal par value of one-dollar (1.00) per share

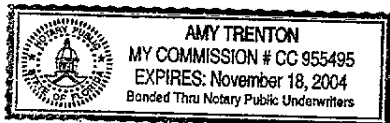

MARK J. BARRON

STATE OF FLORIDA

COUNTY OF MONROE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County named above to take acknowledgements, personally appeared Mark J. Barron, to me known to be the person described as Incorporator, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the county of Monroe, State of Florida, this 28th day of Dec. 2001.




Notary Public, State of Florida

My Commission Expires: 11-18-04

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

BARRON TELECOM, INC.

2. The name and address of the registered agent and office is:

MARK J. BARRON,
BARRON TELECOM, INC.
P O BOX 432134
BIG PINE KEY, FL 33043-2134

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 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.


MARK J. BARRON

12-28-01
DATE

FILED
02 JAN - 2 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA