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TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM

Requestor's Name
1311 Executive Center Drive, Ste. 200
Address
Tallahassee, FL 32301 (904) 656-8298
City State Zip Phone

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CORPORATION(S) NAME

Southcoast PCS Corporation

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|---|---|--|
| <input checked="" type="checkbox"/> Profit - Articles | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of N.A. |
| <input type="checkbox"/> Misstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call N Problem | <input type="checkbox"/> CUS / o/s |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Pick Up | |
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NANCY HENDRICKS MAR 16 1995

**ARTICLES OF INCORPORATION
OF
SOUTHCOAST PCS CORPORATION**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE: NAME

The name of the corporation shall be:

Southcoast PCS Corporation

ARTICLE TWO: ADDRESS

The principal office for the corporation is 1010 East Adams Street, Jacksonville, Florida 32202. The mailing address for the corporation is P. O. Box 4069, Jacksonville, Florida 32201.

ARTICLE THREE: SHARES

The aggregate number of shares of common stock which the corporation is authorized to issue is One Thousand (1,000) with a par value of One Dollar (\$1.00) per share.

ARTICLE FOUR: REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1010 East Adams Street, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is:

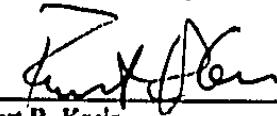
Robert R. Kreis

ARTICLE FIVE: INCORPORATOR

The name and address of the incorporator is:

Robert R. Kreis
1010 East Adams Street
Jacksonville, Florida 32202

Executed by the undersigned at Jacksonville, Florida on the 15th day of March, 1995.

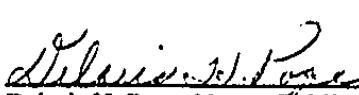


Robert R. Kreis

STATE OF FLORIDA

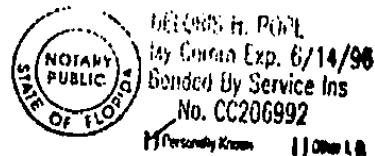
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 15th day of March, 1995, by
Robert R. Kreis, who is personally known to me.



Deloris H. Pope, Notary Public

My commission expires



ACCEPTANCE OF DESIGNATION

The undersigned, Robert R. Kreis of 1010 East Adams Street, Jacksonville, Florida 32202,
hereby accepts designation as registered agent of SOUTHCOST PCS CORPORATION.


Robert R. Kreis

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA