P95000021657

100001431631 -03/16/95--01075--011 *****70.00 *****70.00

Division of Incorporation PO Box 6327 Tallahasse, Fl. 32314

March 13, 1995

Re.: Global Access Providers, Inc.

Genltemen;

Enclosed, please find the check for seventy dollars together with the proposed incorporation document.

Please process same at your earliest convenience.

Sincerely,

Sean E. Collins

904-336-1611

Sean E. Collins GAVE

AUTHORIZATION BY PHONE TO

CORDECT CORDINATO Haave

3/16

DOC. EXAM

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ARTICLES OF INCORPORATION

OF

Global Access Providers, Inc.

The undersigned does hereby certify his intention to form a corporation under and by virtue of the laws of the State of Florida, and further certifies that:

ARTICLE I

NAME

The name of this corporation shall be

Global Access Providers , Inc.

ARTICLE II

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III

NATURE OF BUSINESS

The general nature of the business or businesses to be transacted under this Certificate of Incorporation shall be:

To engage in any activity or business permitted under the laws of the United States and of the State
of Florida and to carry out said purposes in any state,
territory, district, or possession of the United
States, or in any foreign country, to the extent that
these purposes are not forbidden by the law of the
state, territory, district, or possession of the United
States, or by the foreign country.

ARTICLE IV

AUTHORIZED SHARES

- A. Number. The aggregate number of shares that the corporation shall have the authority to issue is One Thousand (1000) shares of Capital Stock with a par value of One Dollar (\$1.00) per share.
- B. Initial Issue. One Thousand (1000) shares of the Capital Stock of the corporation shall be issued for cash at a par value of One Dollar (\$1.00) per share.

- C. Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.
- D. Dividends. The holder of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the corporation.
- E. No Classes of Stock. The shares of the corporation are not to be divided into classes.
- F. No Share in Series. The corporation is not authorized to issue shares in series.

ARTICLE V

REGISTERED AGENT

The corporation's initial registered office and initial registered agent at that address shall be:

Sean E. Collins

2336 SW 34th Pl. Apt C Gainesville, Fl. 32608

also principle mailing address ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one or more members, who need not be residents of the State of Florida.

ARTICLE VII

NAME AND ADDRESS OF INITIAL DIRECTOR

The name and address of the person who shall serve as Director until the first annual meeting of shareholders, or until his successors shall have been elected and qualified, is as

follows: Sean E. Collins

2336 SW 34th Pl. Apt C Gainesville, Fl. 32608

ARTICLE VIII

INCORPORATOR

The name and address of the initial incorporator is as follows:

Sean E. Collins

2336 SW 34th Pl. Apt C Gainesville, Fl. 32608

ARTICLE IX

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AMENDMENT OF ARTICLES OF INCORPORATION

The Board of Directors of the corporation shall have the power to amend, alter, change or repeal the articles of incorporation by not less than a two-thirds (2/3rds) vote of all of the members of the Board of Directors.

ARTICLE X

BYLAWS

The Bylaws of the Corporation shall be made, altered or rescinded by a two-thirds (2/3rds) majority vote of the Directors of the corporation.

ARTICLE XI

PREEMPTIVE RIGHTS

shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

in withess whereof, the undersigned has hereunto set his hand and seal and subscribed to these Articles of Incorporation at Gainesville, Alachus Co. Florida, this 14 day of March, 1995

fran E trett

STATE OF PLORIDA

appeared SCANE. COLLINS, who being to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge

before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at GALNESHILL, in said County and State this ILIL day OF MARCH . 1995.

OFFICIAL NOTARY SEAL VALERIE R JONES NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC321918 MY COMMISSION EXP. OCT. 7,1997

(Notary Seal)

VALGRIE IC. JONES

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the, above-stated corporation, at the place designated on the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.

flan E Sills

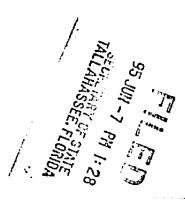
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SECRETARY OF STATE
SECRETARY OF STATE

P95000021657

Collins Land Company
P.O. Box 2146 • Stuart, Florida 34995

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 25, 1995

COLLINS LAND COMPANY P.O. BOX 2146 STUART, FL 34995

SUBJECT: GLOBAL ACCESS PROVIDERS, INC. Ref. Number: P95000021657

A post office box is not an acceptable address for the registered agent.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning the filling of your document, please (904) 487-6916.

Carol Mustain -**Corporate Specialist**

Letter Number: 795A00026658

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

GLOBAL ACCESS PROVIDERS, INC.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article V Sean E. Collins 1306 N.W. 7th Rd. Gainsville, Fl. 32604

Article VII Sean E. Collins 1306 N.W. 7th Rd. Gainsville, F1. 32604

Article VIII Sean E. Collins 1306 N.W. 7th Rd. Gainsville, F1. 32604

ADDED TO BOARD OF DIRECTORS

Neil A. Collins P.O. Box 2146 Stuart, Fl. 34995

MAILING ADDRESS OF CORPORATION

P.O. Box 14572 Gainsville, F1 32604

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: May 1,1995
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
X	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"T	ne number of votes cast for the amendment(s) was/were
su	ficient for approval by
	Voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Sign	ed this day, 1995
Signa	ture Setacina
(By the Chairman of vice Chairman of the Board of Directors President or other officer if adopted by the shareholder	
	OR SAN 1 CANNOT IN THE PROPERTY OF THE PROPERT
	(By a director if adopted by the directors)
	OR SEE SEE
	(By an incorporator if adopted by the incorporators)
	NEIL A. COLLINS
	Typed or printed name
	value or bituced usue
Vice- PresidentTreasurer	
Title	

P950000216e5eagus

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

November 22,1995

Re: P95000021657

Global Access Providers Inc..

To Whom It May Concern :

Please be advised the above captioned corporate address has changed to the following:

c/o Neil A. Collins P.O. Box 2146 Stuart. Fl. 34995

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