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FILED

95 MAR 20 AM 8:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date 3/1/95

Secretary of State
Division of Corporations,
P.O. Box 6327
Tallahassee, FL 32314

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-03/21/95--01098--002
*****70.00 *****70.00

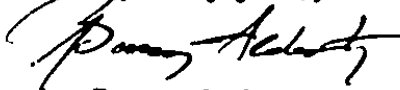
Re: American School Of Pay Phones & Public Communications, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation,
together with my check in the amount of \$70.00

This represents the cost of the Filing Fees, Certified Copy of Articles of
Incorporation and Fee for Registered Agent Designation for the above named
corporation.

Very truly yours,



Barry Aldoroty
(individual's name)

American School Of Pay Phones &
Public Communications, Inc
(name of corporation)

Mailing address of corporation

324 Fairmont Rd.

Ft. Lauderdale Fl 33326

Phone: (305) 940-8455

ARTICLES OF INCORPORATION

of

American School Of Pay Phones & Public Communications, Inc
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

American School Of Pay Phones & Public Communications, Inc
324 Fairmont Rd
Ft Lauderdale Fl 33326

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1,000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME <u>Barry Aldoroty</u>		
ADDRESS <u>324 Fairmont Rd</u>		
CITY <u>Ft. Lauderdale</u>	FLORIDA	ZIP <u>33326</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Four (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME <u>Barry Aldoroty</u>		
ADDRESS <u>324 Fairmont Rd</u>		
CITY <u>Ft. Lauderdale</u>	STATE <u>Fl</u>	ZIP <u>33326</u>
NAME <u>Eric N. Zimmerman</u>		
ADDRESS <u>2920 N.E. 163 St</u>		
CITY <u>N. Miami Beach</u>	STATE <u>Fl</u>	ZIP <u>33160</u>
NAME <u>Victoria M. Zimmerman</u>		
ADDRESS <u>347-B Ives Dairy Rd.</u>		
CITY <u>Miami</u>	STATE <u>Fl</u>	ZIP <u>33179</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Four (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME <u>Marc A Zimmerman</u>		
ADDRESS <u>290- 174 St Apt 814</u>		
CITY <u>Miami</u>	STATE <u>FL</u>	ZIP <u>33160</u>
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME Barry Aldoroty			
ADDRESS 324 Fairmont Rd			
CITY Ft. Lauderdale	STATE FL	ZIP 33326	
NAME Eric N. Zimmerman			
ADDRESS 2920 N.E. 163 St			
CITY N. Miami Beach	STATE FL	ZIP 33160	
NAME Victoria M. Zimmerman			
ADDRESS 347- B Ives Diary Rd			
CITY Miami	STATE FL	ZIP 33179	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of March, 19 95.

Barry Aldoroty (Seal)
Eric N. Zimmerman (Seal)
Victoria M. Zimmerman (Seal)

STATE OF FLORIDA)
COUNTY OF Dade) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Barry Aldoroty, Eric N. Zimmerman
Victoria N. Zimmerman Marc A. Zimmerman

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that They executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this _____ day of _____, 19 ____.

(Notary Seal)

(Notary Public, State of Florida at Large)

My Commission expires:

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME	Marc A Zimmerman		
ADDRESS	290-174 St		
CITY	Miami	STATE	FL ZIP 33160
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of March, 19 95.

Marc A. Zimmerman (Seal)
 _____ (Seal)
 _____ (Seal)

STATE OF FLORIDA)
 COUNTY OF Dade) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Barry Aldoroty, Eric N. Zimmerman

Victoria M. Zimmerman & Marc A Zimmerman

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that They executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this _____ day of _____, 19 ____.

(Notary Seal)

(Notary Public, State of Florida at Large)

My Commission expires:

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

FILED
95 MAR 20 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

American School Of Pay Phones & Public Communications, Inc
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 324 Fairmont Rd.

Ft. Lauderdale Fl 33326

has named Barry Aldoroty

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

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

Barry Aldoroty
(registered agent)