

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

P95000023457



ACCOUNT NO. : 072100000032

REFERENCE : 564898 9029A

AUTHORIZATION :

COST LIMIT : *32.50

Patricia P. Pitt

ORDER DATE : March 23, 1995

200000014307732

ORDER TIME : 10:32 AM

ORDER NO. : 564898

CUSTOMER NO: 9029A

CUSTOMER: Kathy Moro, Legal Assistant
FRANK EFFMAN & WEINBERG, P.A.

Second Floor
8000 Peters Road
Plantation, FL 33324

RUSH WILL WAIT

DOMESTIC FILING

P95000023457

NAME: THE BEEPER BADGE USA, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

DM
3-23-95
02/A

FILED
95 MAR 23 PM 11:21
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE BEEPER BADGE USA, INC.

FILED
95 MAR 23 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida..

ARTICLE I. NAME

The name of the corporation shall be:

THE BEEPER BADGE USA, INC.

The address of the principal office of this corporation shall be 345 East Commercial Boulevard, Ft. Lauderdale, Florida 33334 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 400 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8000 Peters Road, Second Floor, Plantation, Florida 32301, and the name of the initial registered agent of the corporation at that address is Steven Weinberg.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Mark Livingway
Dir./Pres.

345 East Commercial Way
Ft. Lauderdale, Florida 33334

ARTICLE VII. INCORPORATOR

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

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Information Services, Inc., has hereunto set
their hand and seal of Corporation Information Services,
Inc., on March 23, 1993.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*
Its Agent, Gail Shelby

DGS

FILED
95 MAR 23 2:11:21
SEC. OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

STEVEN WEINBERG, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

THE BEEPER BADGE USA, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

STEVEN WEINBERG

THE LAW FIRM OF
FRANK • EFFMAN • WEINBERG, P.A.

P95000023457

NEIL G. FRANK
STEVEN W. EFFMAN
STEVEN A. WEINBERG
DAVID A. CHENKIN
JASON I. PERLMAN

May 1, 1995

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Amendment Section

8000001474280
-05/03/95--01162--007
*****35.00 *****35.00

RE: THE BEEPER BADGE USA, INC.

Dear Sir/Madam:

Enclosed please find the original Articles of Amendment to change the name of the above-referenced Corporation to \$4.95 USA PAGE, INC.

I am enclosing herewith my Trust Account check in the amount of \$35.00 to cover the filing fee for this Amendment. Please provide proof to the undersigned that this Amendment has been properly filed and the name of the Corporation changed accordingly.

Thank you for your cooperation and assistance in this matter.

Sincerely,

FRANK, EFFMAN & WEINBERG, P.A.

David A. Chenkin

David A. Chenkin,
for the Firm

DAC/km

Encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -3 PM 1:04

5/10
TL
TLL

ARTICLES OF AMENDMENT
THE BEEPER BADGE USA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -3 PM 1:04

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. The name of the Corporation shall be named to read:
\$4.95 USA PAGE, INC.

The undersigned being the President of THE BEEPER BADGE USA, INC. hereby certifies that the foregoing Amendment to the Articles of Incorporation was duly adopted unanimously by all of the Directors and all of the Shareholders at a meeting duly held by them on the 26th day of April, 1995.

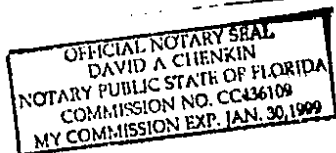
THE BEEPER BADGE USA, INC.

By: Mark Livingway Pres.
Mark Livingway, President

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

The foregoing Articles of Amendment were acknowledged before me this 26th day of April, 1995, by MARK LIVINGWAY, President of the Corporation, who is personally known to me, or produced FL. DMV CS License as identification.

My commission expires:



David Chenkin
Notary Public

Name of Notary Public

P95000023457

THE LAW FIRM OF
FRANK, EFFMAN & WEINBERG, P.A.

NEEL G. FRANK
STEVEN W. EFFMAN
STEVEN A. WEINBERG
DAVID A. CHENKIN
JASON E. PERLMAN

June 5, 1995

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

RECEIVED BY POSTAL SERVICE
JUN 06 2005 01:01 PM
*****35.00 *****35.00

Attention: Amendment Section

Re: \$4.95 USA PAGE, INC.

Dear Sir or Madam:

Enclosed please find the original Articles of Amendment to change the name of the above-referenced corporation to PAGE USA, INC.

I am enclosing herewith my trust account check in the amount of \$35.00 to cover the filing fee for this Amendment. Please provide proof to the undersigned that this Amendment has been properly filed and the name of the corporation changed accordingly.

Thank you for your cooperation and assistance in this matter.

Very truly yours,

FRANK, EFFMAN & WEINBERG, P.A.

David A. Chenkin
For the Firm

DAC:al
enclosure

cc: Mr. Mark Livingway
Steven A. Weinberg, Esq.

FILED
95 JUN -7 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
KFFS-16

ARTICLES OF AMENDMENT

\$4.95 USA PAGE, INC.

FILED
\$ JUN - 7 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. The name of the Corporation shall be named to read:
PAGE USA, INC.

The undersigned being the President of \$4.95 USA PAGE, INC. hereby certifies that the foregoing Amendment to the Articles of Incorporation was duly adopted unanimously by all of the Directors and all of the Shareholders at a meeting duly held by them on the 3 day of June, 1995.

\$4.95 USA PAGE, INC.

By Mark Livingway, Pres
Mark Livingway, President

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

The foregoing Articles of Amendment were acknowledged before me this 5th day of June 1995, by MARK LIVINGWAY, President of the Corporation, who is personally known to me, or produced a Florida Driver's License as identification.

My commission expires:

Alberta Levine
Notary Public Alberta Levine

Name of Notary Public



ALBERTA LEVINE
MY COMMISSION # 00127777 EXPIRES
January 17, 2000
BONDED THRU TROY FARM INSURANCE, INC.