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

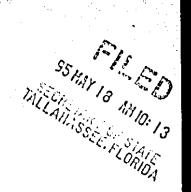
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CORPORATION DUNEAGUNGUT PAYPHONE SUBJECT: _ (Proposed corporate name - must include suffix) Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$122.50 \$131.25 \$70.00 \$78.75 Filing Fee Filing Fee, Filing Fee Filing Fee & Certified Copy Certified Copy & Certificate & Certificate JOHN D. ROHRER <u> ZAYMOUS C. C</u>UDA FROM: Name (printed or typed) DEERFIELD BOACH KL.
City, State & Zip GAVEDaytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Articles Of Incorporation



The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: IPC Independent Payphone Corp.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

961 SE. 20th Ave.

Suite 205

Deerfield Beach, FL 33441

ARTICLE III

The number of shares of stock that this corporations authorized to have outstanding at any one time is: 1000

ARTICLE IV INITIAL REGISTERED AGENTS AND STREET ADDRESSES

The name and address of the initial registered agents are:

-1- Raymond C. Cuda; 961 SE 20th Ave.,#205,Deerfield Beach, FL 33441

-2-John D. Rohrer; 961 SE 20th Ave.,#205,Deerfield Beach, FL 33441

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

- -1- Raymond C. Cuda; 961 SE 20th Ave.,#205,Deerfield Beach, FL 33441
 - -2- John D. Rohrer; 961 SE 20th Ave.,#205,Deerfield Beach, FL 33441

The undersigned incorporators have executed these Articles of Incorporation this 10th day of May, 1995.

Raymond C. Cuda

John D. Rohrer

CERTIFICATE OF DESIGNATION OF社会 REGISTERED AGENTS REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENTS, IN THE STATE OF FLORIDA.

- -1- The name of the corporation is: **IPC** (Independent Payphone Corp.)
- -2- The name and address of the registered agent and office is:
 - -1- Raymond C. Cuda; 961 SE 20th Ave.,#205,Deerfield Beach, FL 33441
 -2- John D. Rohrer; 961-SE 20th Ave.,#205,Deerfield Beach, FL 33441

Having been named as registered agents and to accept service of process for the above stated corporation at the place designated in this certificate, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of my position as registered agents.