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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W. FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33136-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
((H96000008009))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: RANBERAY TELECOM, INC.
FAX AUDIT NUMBER: H96000008009 CURRENT STATUS: REQUESTED
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10:01 AM JULY 20 1995

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ARTICLES OF INCORPORATION
OF
RANBERRY TELECOM, INC.

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

ARTICLE I - NAME

The name of this corporation is RANBERRY TELECOM, INC.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of \$1.00 par value common stock, which shall be designated "Common Shares". There shall be only one (1) class of stock.

ARTICLE V - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of the corporation.

ARTICLE VI - INITIAL PRINCIPAL OFFICE

The street address of the initial principle office of RANBERRY TELECOM, INC., is 221 Turnberry Court North, Atlantis, Florida, 33462.

Prepared by:
Kirk Grantham, Esq.
1860 Forest Hill Blvd., Suite 105
West Palm Beach, FL 33406
(407) 966-6211
Fla. Bar No. 133803

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ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is Ruben G. Manriquez, 221 Turnberry Court North, Atlantis, Florida, 33462.

ARTICLE VIII - BOARD OF DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the directors of the corporation. Directors need not be residents or citizens of the State of Florida. The directors may take action by written consent without a meeting as provided by law. The name and address of the initial director(s) of this corporation is:

Ruben G. Manriquez 221 Turnberry Court North
Atlantis, Florida 33462

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation are:

Ruben G. Manriquez 221 Turnberry Court North
Atlantis, Florida 33462

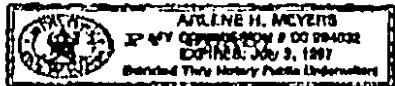
IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 19th day of July, 1995.


RUBEN G. MANRIQUEZ

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STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 19th day of July, 1995 by RUBEN G. MARQUEZ, who is personally known to me or who produced FLORIDA LICENSE as identification.



Arlene H. Meyers
Notary Public

Arlene H. Meyers
(Print/type name of Notary Public,
commission no. and date of expiration)

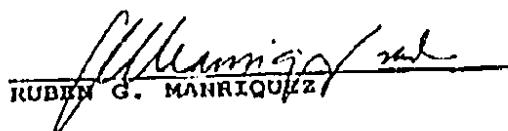
2008 RELEASE UNDER E.O. 14176

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DESIGNATION AND ACCEPTANCE
OF REGISTERED AGENT

RANGERAY TELECOM, INC. hereby appoints RUBEN G. MANRIQUEZ, to act as Registered Agent for the purpose of accepting service of process in accordance with the provisions of Chapter 607, F.S.A.

The undersigned does hereby accept such appointment.


RUBEN G. MANRIQUEZ

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FLORIDA
DEPARTMENT
OF STATE
REGISTRATION
AND
LICENSE
DIVISION
JULY 11 1996
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part; "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: RUBEN MANRIQUEZ (RWBERRY TELECOM) EIN or SS#: 65-0609440

Address: 221 TURNBERRY COURT N.
ATLANTA FLA. 33462

Amount: \$150.00 Date Paid _____

Reason for claim: P95CCC 56138 OVERPAYMENT

Certified true and correct this 29th day of August, 1996.

Signature: R. Manriquez

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only
Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ 150.00
The amount requested above was originally deposited into the State Treasury as a part of the funds deposited on State Treasurer's Receipt No. 01139-028 dated 8/20/96

Name of Account: 1007

45202130001453000000000010000

Statutory Authority for Collection:

It is requested that payment be made from the following account:

NAME OF ACCOUNT:

452021300014530000000022002000

Certified true and correct this _____ day of _____, 19____

Department of State, Division of Corporations

(Agency)

(Authorized Signature and Title)