

1201 HAYS STREET
PALMDALE, FL 33501
904 222 0071
904 222 0391 FAX

800-342-8086



P95000070684

ACCOUNT NO. : 072100000032

REFERENCE : 680923 8878A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : September 12, 1995

ORDER TIME : 9:19 AM

ORDER NO. : 680923

CUSTOMER NO: 8878A

CUSTOMER: Wendy Roaton, Legal Asst
PACKMAN NEUWAHL & ROSENBERG

Suite 125
1500 San Remo Avenue
Coral Gables, FL 33146

DOMESTIC FILING

NAME: ONETEL COMMUNICATIONS, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS: _____

SEP 13 1995 BSM

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95 SEP 13 PM 4:43

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ARTICLES OF INCORPORATION
OF
ONETEL COMMUNICATIONS, INC.

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:

ONETEL COMMUNICATIONS, INC.

The address of the principal office of this corporation shall be 12257 Southwest 130th Street, Miami, Florida 33186, 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 500 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 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 13, 1995.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

FILED

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

LRD/mjp

P95000070684

LAW OFFICES

PACKMAN, NEUWAHL & ROSENBERG

1500 SAN REMO AVENUE

SUITE 125

CORAL GABLES, FLORIDA 33140

BRUCE BARTON PACKMAN (NET RED)
MALCOLM H. NEUWAHL
MICHAEL ROSENBERG
DENNIS GINSBURG
ROBERT A. STAMEN
LESLIE A. SHARE
JACK D. FINKELMAN
JAN M. S. BLACK
MARK D. RICH

TELEPHONE (305) 665-3311
TELECOPIER (305) 665-1244

September 26, 1995

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

200001547132
19950929-010711-0112
*****35.00 *****35.00

RE: Onetel Communications, Inc. (the "Corporation")
Our Client File No. 1047Y(b)

Gentlemen:

Enclosed herewith please find an original and one (1) copy of the Statement of Change of Registered Office and Registered Agent (the "Form") for the above-referenced Corporation. Also enclosed is a check in the amount of Thirty-Five Dollars (\$35.00) for the filing fee.

Please acknowledge your receipt of the Form and check by signing the enclosed acknowledgment copy and returning it in the envelope provided. Also, please send me the copy of the Form upon filing.

Thank you for your cooperation in this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,

PACKMAN, NEUWAHL & ROSENBERG

Wendy S. Roston

WENDY S. ROSTON,
Legal Assistant

/wsr
Enclosures
4/6*1047
cc: CSC Networks

RA Cing

18 OCT 06 1995