

2/06/96

FLORIDA DIVISION OF CORPORATIONS
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DIAL 1 COMMUNICATIONS, INC.

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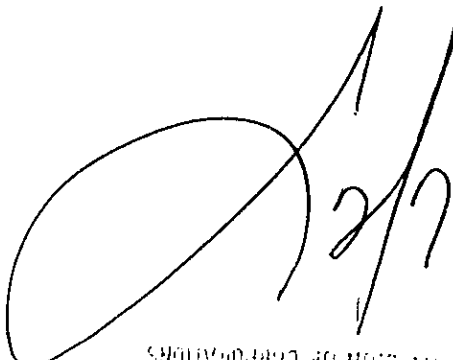
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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

of DIAL 1 COMMUNICATIONS, INC.
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: DIAL 1 COMMUNICATIONS, INC.
Address of the Corporation: 4551 GULF SHORE BLVD. NORTH, Suite 401
NAPLES, FL 33940

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100.
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
4551 GULF SHORE BLVD. NORTH, Suite 401, NAPLES, FL 33940
and the name of the initial registered agent at such address is ROBERT F. KUENZLER, JR.

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation Robert F. Kuenzler, Jr. 2/1/96
Signature of Registered Agent Date
ROBERT F. KUENZLER, JR.

Article 6: The board of directors are as follows:
The name and address of the Initial Director: (All persons listed after the first are additional directors)
1. ROBERT F. KUENZLER, JR. 4551 GULF SHORE BLVD. NO. 401, NAPLES, FL 33940
THOMAS C. COFFIN 10040 BOCA AVENUE SO. NAPLES, FL 33942
MICHAEL C. LEISTER 2650 OUTRIGGER LANE NAPLES, FL 33942

Article 7: The Name and address of the incorporator is:
ROBERT F. KUENZLER, JR.
4551 GULF SHORE BLVD. NORTH, Suite 401
NAPLES, FL 33940

In witness whereof I have subscribed my name Robert F. Kuenzler, Jr.
Signature of Incorporator
ROBERT F. KUENZLER, JR.

H96-01764
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571