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February 27, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32399

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FEB 28 1996
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RE: Incorporation of TELECOMMUNICATIONS INVESTMENTS, INC.

Dear Sir/Madam:

Pursuant to our telephone conversation on this date, enclosed please find the original and one copy of the Articles of Incorporation for TELECOMMUNICATIONS INVESTMENTS, INC. Please file these articles for the incorporation of this new corporation. Also enclosed is our firm check in the amount of \$122.50 for the filing fee and to have a certified copy of the articles returned to this office.

Thank you for your cooperation in this matter and should you have any questions, please contact this office.

Sincerely,

Michael H. Hopkins

MICHAEL H. HOPKINS

MHH/koh

Enclosures

3-6-96
(B)

ARTICLES OF INCORPORATION

RE

TELECOMMUNICATIONS INVESTMENTS, INC.

RECORDED
INDEXED
JAN 10 1968
FALLS CHURCH, VA

ARTICLE I. NAME

The name of this corporation is TELECOMMUNICATIONS INVESTMENTS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III. PURPOSE

This corporation is organized to transact any and all lawful businesses in the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock having a par value of \$100.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENCY

The street address of the initial registered office of this corporation is: 236 Prairie Dune Way, Orlando, Florida, 32828. The name of the initial registered agent of this corporation at that address is JAMES MICHAEL KELLY.

The principal office of the above-referenced corporation, including the principal address and mailing address is: 236 Prairie Dune Way, Orlando, Florida, 32828.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one.

The name and address of the initial director of this corporation is:

JAMES MICHAEL KELLY
236 Prairie Dune Way
Orlando, Florida, 32828

ARTICLE VII. INCORPORATOR

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

JAMES MICHAEL KELLY
236 Prairie Dune Way
Orlando, Florida, 32828

ARTICLE VIII. CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to

cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a single director, or may distribute such votes among the number of directors to be voted for, or any two or more of them, as such shareholder may see fit.

ARTICLE IX. CONTRACTS

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any director of this corporation is interested in, or is a director or officer of, such other corporation, and any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested; and no contract, or other transaction of this corporation with any person, firm, or corporation shall be affected by the fact that any director of this corporation is a party in any way connected with such person, firm, or corporation and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

ARTICLE X. REMOVAL OF DIRECTORS

Any director of this corporation may be removed at any annual or special meeting of the shareholders by the same vote as that required to elect a director.

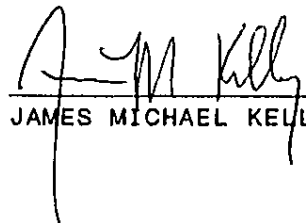
ARTICLE XI. INDEMNIFICATION

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

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of February, 1996.



JAMES MICHAEL KELLY

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 7th day of February, 1996, by JAMES MICHAEL KELLY, the

incorporator of TELECOMMUNICATIONS INVESTMENTS, INC., a Florida corporation, on behalf of the corporation.

Kay Odom Hopkins
NOTARY PUBLIC



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48/091
FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST: THAT TELECOMMUNICATIONS INVESTMENTS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF ORLANDO, STATE OF FLORIDA, HAS NAMED JAMES MICHAEL KELLY, (RESIDENT AGENT), LOCATED AT 236 PRAIRIE DUNE WAY, CITY OF ORLANDO, STATE OF FLORIDA, 32828, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: A-M Kelly

CORPORATE OFFICER

TITLE: PRESIDENT

DATE: 2/7/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS OF THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,

I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: _____

RESIDENT AGENT

DATE: _____

2/7/96

