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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATION COMPANY

DEPARTMENT OF REVENUE

14900 W. BAYVIEW BLVD.

STATE OF FLORIDA

MIAMI, FL 33132

1000 N. BAY STREET

MIAMI, FL 33132

TALLAHASSEE, FL 32309

MIAMI, FL 33132

FAX: (904) 938-0000

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PAGING SPECIALISTS OF MIAMI II, INC.

FAX AUDIT NUMBER: H96000003981

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

RE

PAGING SPECIALISTS OF MIAMI II, INC.

The undersigned, in order to form a corporation for the purposes stated below, under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

Paging Specialists of Miami II, Inc.

ARTICLE II. PURPOSE

The general nature of the business to be transacted by this corporation is as follows:

Sale, rental, repairs, service, of beepers and airtime.

To conduct its business and all its branches in the State of Florida, or in any other State or territories of the United States, District of Columbia, and the dependencies of the United States or in foreign countries as authorized by law, necessary to carry on the business of this corporation, or to promote any of the reasons for which the corporation is formed.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objective expressed above.

Vivian Beck
Intercontinental Business Management, Inc.
(305) 948-8777
1390 NE 162 ST.
Miami, FL

(5)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE III. SHARES

The maximum number of shares of stock that is authorized to be issued at any time is 5,000 shares of \$1 par value. It will only issue 100 shares initially to Reybel Hernandez.

The shares of stock may be paid for in money, property, labor or services actually performed for the corporation, at a value to be fixed by the Stockholder and/or Directors.

ARTICLE IV. DURATION

This corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT

The name and street address of the initial registered agent of this corporation is:

Reybel Hernandez, 529 West 46th Place, Hialeah, FL 33012.

ARTICLE VI. OFFICERS

This corporation shall have a President, a Vice-President, a Secretary and a Treasurer and may also have one or more additional Vice-Presidents, Assistant Secretaries and Assistant Treasurers, and such other officers and/or agents as it may deem necessary. All officers and agents will have powers and duties as stated in the By-Laws. The same person may hold two or more offices. At this time Reybel Hernandez will be President, Secretary and Treasurer.

ARTICLE VII. INCORPORATOR

The name and address of the person signing these articles is Reybel Hernandez, 529 West 46th Place, Hialeah, FL 33012.

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ARTICLE VIII. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation, at the present time, shall be:

4688 West 4th Avenue, Mialeah, Florida 33012

The undersigned incorporator(s) has(have) executed these Article of Incorporation this 4th day of March, 1996.


Incorporator

This document was prepared by:

Vivian Beck
Intercontinental
Management, Inc.

Business

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is: Paging Specialists of Miami II, Inc.
2. The name and address of the registered agent and office is:

Reybel Hernandez
(NAME)
529 West 46th place
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
Mialeah, FL 33012
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

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


(SIGNATURE)

3-18-96.
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

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March 21, 1996

Florida Department of State
Ms. Linda Stitt
Corporate Specialist
Divisions of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Ms. Stitt:

I am not sure how it happened, but we filed for an name change/amendment to an existing corporation and we filed for a new corporation. Both were filed with the address of the incorporator as opposed to the address of the business, as listed in the articles. Please change your records to reflect the correct mailing address of 4608 West 4th Avenue, Minleah, FL 33012. Attached is a copy of the filing letter from your office should you need to refer to it.

Sincerely,



Reybal Hernandez
Filing Specialists of Miami I & II

RH/v

Enclosure

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96 MAR 28 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address
Change only



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1996

PAGING SPECIALISTS OF MIAMI II, INC.
529 WEST 46TH PLACE
HIALEAH, FL 33012

The Articles of Incorporation for PAGING SPECIALISTS OF MIAMI II, INC. were filed on March 20, 1996, and assigned document number P96000024749. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H96000003981.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date year. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have questions regarding corporations, please contact this office at the address given below.

Loria Poole
Corporate Specialist
New Filings Section
Division of Corporations

Letter Number: 096A00012737