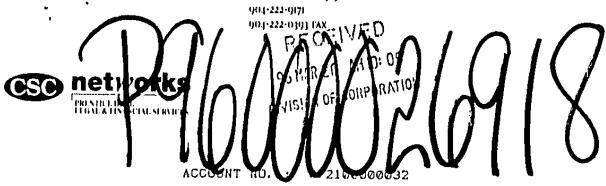
1201 HAYS STREET TAHABASSU, IL 32300

000-142-8086



REFERENCE: 895232

3696B

AUTHORIZATION :

COST LIMIT: \$ 70.00

ORDER DATE: March 26, 1996

ORDER TIME : 9:25 AM

ORDER NO. : 895232

SUCCULTER PER

CUSTOMER NO: 3696B

CUSTOMER: Margaret Dall, Legal Asst

AKIN, GUMP, STRAUSS, HAUER &

FELD

1333 New Hampshire Avenue, n. w.

Washington, DC 20036

DOMESTIC FILING

NAME:

PINNACLE EIGHT COMMUNICATIONS.

INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY X PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS: T. BROWN MAR 2 7 1996

ARTICLES OF INCORPORATION

PINNACLE EIGHT COMMUNICATIONS, INC. SECRETARY OF PHIZ.

The undersigned incorporator, for the purpose of forming of the Florida Rusiness Corporation Act, hereby policy.

ARTICLE I NAME

The name of the corporation shall be:

Pinnacle Eight Communications, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

> 2901 South Bayshore Drive Suite 4B Coconut Grove, Florida 33133

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock with a par value of \$.01 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Corporation Service Company 1201 Hays Street

Tallahassee, FL 32301

ARTICLE V INCORPORATOR

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

> Margaret M. Dall 1333 New Hampshire Avenue, N.W. Suite 400 Washington, D.C. 20036

The undersigned has executed these Articles of Incorporation this 20th day of March 1996.

Manarit M. Will Margaret M. Dall, Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE CARREST AND AGENT/REGISTERED OFFICE CARREST AND AGENT AND AGENT

Pursuant to the provisions of section 607.0501, Florida Statuto, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in derighting the registered office/registered agent, in the State of Florida.

The name of the corporation is:

Pinnacle Eight Communications, Inc.

The name and address of the registered agent and office is:

> Corporation Service Company 1201 Hays Street

Tallahassee, FL 32301

SIGNATURE Mangaret M. Dall

Incorporator

DATE: March 20, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SHRVICE 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 APACITY. 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.

DATE 3-25-96 CHIL SHELBY