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WILLIAM HARRISON JR. Div. of Florida

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5/14/96

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

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(((H96000006827))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SULLIVAN'S TELECOM, INC.

CURRENT STATUS: REQUESTED

FAX AUDIT NUMBER: H96000006827

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TALLAHASSEE, FLORIDA

FAX AUDIT # H96000006827

ARTICLES OF INCORPORATION
OF
SULLIVAN'S TELECOM, INC.

ARTICLE I

NAME

The name of this for-profit corporation is SULLIVAN'S TELECOM,
INC.

ARTICLE II

ADDRESS OF PRINCIPAL OFFICE

The principal office of this corporation and its mailing
address is 149 N. Highway 22A, Panama City, Florida 32404.

ARTICLE III

DURATION

This for-profit corporation shall have perpetual existence.

William G. Harrison, Jr.
Florida Bar # 0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904) 769-3434
FAX AUDIT # H96000006827

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FAX AUDIT #H96000006827ARTICLE IVPURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE VCAPITAL STOCK

This corporation is authorized to issue one thousand shares of common stock, each having the par value of \$1.00.

ARTICLE VIINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 149 N. Highway 22A, Panama City, Florida 32404. The name of the initial registered agent of this corporation is Bobby Neal Sullivan, Sr., whose street address is 149 N. Highway 22A, Panama City, Florida 32404, and whose mailing address is 149 N. Highway 22A, Panama City, FL 32404.

William G. Harrison, Jr.
Florida Bar # 0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904) 769-3434
FAX AUDIT # H96000006827

FAX AUDIT #H96000006827ARTICLE VIIINITIAL BOARD OF DIRECTORS

This corporation shall have two directors 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 names and addresses of the initial directors of this corporation are:

Bobby Neal Sullivan, Sr.
149 N. Highway 22A
Panama City, Fl. 32404

Ruth White Sullivan
149 N. Highway 22A
Panama City, Fl. 32404

ARTICLE VIII
INCORPORATOR

The names and addresses of the persons signing these Articles are:

Bobby Neal Sullivan, Sr.
149 N. Highway 22A
Panama City, Fl. 32404

Ruth White Sullivan
149 N. Highway 22A
Panama City, Fl. 32404

William G. Harrison, Jr.
Florida Bar # 0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904) 769-3434
FAX AUDIT # H96000006827

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These articles were executed by these incorporators on the 14th day of May, 1996.

Bobby Neal Sullivan Sr.
Bobby Neal Sullivan, Sr.

Ruth White Sullivan
Ruth White Sullivan

STATE OF FLORIDA
COUNTY OF BAY

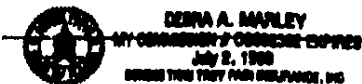
The foregoing instrument was acknowledged before me this 14th day of May, 1996, by Bobby Neal Sullivan, Sr.,

(X) who is personally known to me.
() who produced _____ as identification.

Debra A. Marley
Signature of Notary Public

Print name Debra A. Marley

My Commission Expires:



STATE OF FLORIDA
COUNTY OF BAY

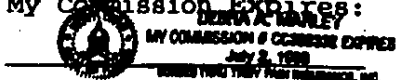
The foregoing instrument was acknowledged before me this 14th day of May, 1996, by Ruth White Sullivan,

(X) who is personally known to me.
() who produced _____ as identification.

Debra A. Marley
Signature of Notary Public

Print name Debra A. Marley

My Commission Expires:



William G. Harrison, Jr.
Fla Bar #0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904) 769-3434
FAX AUDIT #H96000006827

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ACCEPTANCE OF REGISTERED AGENT

I, Bobby Neal Sullivan, Sr., hereby accept appointment as the registered agent for SULLIVAN'S TELECOM, INC. at the registered office of 149 N. Highway 22A, Panama City, Florida 32404.

Bobby Neal Sullivan Sr.
Bobby Neal Sullivan, Sr.

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 14th day of May, 1996, by Bobby Neal Sullivan, Sr.

(X) who is personally known to me.
() who produced _____ as identification.

Debra A. Marley
Signature of Notary Public

Print name Debra A. Marley

My Commission Expires:



DEBRA A. MARLEY
MY COMMISSION # 00000000 EXPIRES
JULY 2, 1999
BAY COUNTY, FLORIDA

William G. Harrison, Jr.
Florida Bar #0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904)-769-3434
FAX AUDIT #H96000006827

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