

P96000051198

INTENTION TO FILE
ARTICLES OF INCORPORATION

May 13, 1996

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200001831212
-05/21/96--01020--017
*****70.00 *****70.00

Dear Secretary of State:

Enclose find one original and a copy of the Articles of
Incorporation of Regal Telecom, Inc.

Also find enclosed a check made payable to the Secretary of State
in the amount of \$70 which includes the statutory filing fee. Your
assistance in establishing the corporation to be known as Regal
Telecom, Inc. is appreciated.

Respectfully,

Wade H. Morgan

Wade H. Morgan, C.E.O.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 AM 9:15

5
6/17

W96-11336

INTENTION TO FILE
ARTICLES OF INCORPORATION

June 3, 1996

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

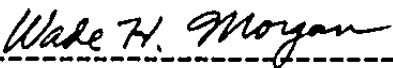
Dear Secretary of State:

Enclosed please find one original and a copy of the Articles of Incorporation of Regal Telecom, Inc.

As requested in your letter of May 29, 1996, we have amended the Articles of Incorporation to include the principal address and registered agent's acceptance of duties and responsibilities.

Your assistance in establishing the corporation to be known as Regal Telecom, Inc. is appreciated.

Respectfully,



Wade H. Morgan, C.E.O.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 29, 1996

WADE H. MORGAN, C.E.O.
2480 SOUTH CONWAY ROAD, #43
ORLANDO, FL 32812

SUBJECT: REGAL TELECOM, INC.
Ref. Number: W96000011336

We have received your document for REGAL TELECOM, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 096A00026741

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 AM 9:15

ARTICLES OF INCORPORATION
OF
REGAL TELECOM, INC.

ARTICLE ONE

The name of the corporation is Regal Telecom, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1000 of the par value of dollars (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 3717 Kitty Hawk Avenue, Orlando, Florida 32808, and the name of its initial registered agent at such address is Wade H. Morgan.

CONTINUED

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
Wade H. Morgan	2470 South Conway Road #264 Orlando, FL 32812
Dennis L. Adamson	3717 Kitty Hawk Avenue Orlando, FL 32808

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restrictions of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
Wade H. Morgan	2470 South Conway Road #264 Orlando, FL 32812
Dennis L. Adamson	3717 Kitty Hawk Avenue Orlando, FL 32808

-----*Wade H. Morgan*-----
Incorporator

ARTICLE TEN

The power of the incorporators cease upon filing of the Articles of Incorporation.

ARTICLE ELEVEN

The corporation's principal address and mailing address will be:

Regal Telecom, Inc.
c/o Dennis L. Adamson
3717 Kitty Hawk Avenue
Orlando, Florida 32808

CONTINUED

ARTICLE TWELVE

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Wade H. Morgan
Wade H. Morgan, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 AM 9:15

RESOLUTION TO BE TREATED

AS AN

S CORPORATION

95 JUN 14 AM 9:15
SECRETARY'S OFFICE
CORPORATIONS

Whereas it is deemed in the best interest of the corporation and its shareholders that the corporation take certain actions,

Resolved, the corporation elects to be treated as an S corporation. The officers of the corporation are authorized to make necessary arrangements to comply with the regulations concerning S corporations.

Dated:

Wade H. Morgan
Wade Morgan, Chairperson

Attest:

Dennis L. Adamson
Dennis L. Adamson, Secretary