1201 HAYS STREET

PRESIDENTIAL ACCOUNT NO. 1 072100000032 REFERENCE-T AUTHORIZATION + COST LIMIT : \$ PREPAID ORDER DATE: September 19, 1996 1:49 PM ORDER TIME : ORDER NO. : 092036 CUSTOMER NO: 82694A CUSTOMER: Richard J. Osterndorf, Esq. OSTERNDORF & ASSOCIATES, INC. <u>a</u>, 327 South Palmetto Avenue Daytona Beach, FL 32114 DOMESTIC FILING NAME: PHONE-LINK CORP. EFFECTIVE DATE: _ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY

> PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

SECRETARY OF STATE OF STATE OF CORPORATIONS

ARTICLES

OF

INCORPORATION

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:
PHONE-LINE CORP.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and permitted under the laws of the State of Florida, including but not limited to:

The development, manufacture, ownership, leasing, hiring, operating, selling, vending, purchasing, distributing, acquiring, and otherwise dealing in communications equipment of every kind and sort and all other property incidental thereto.

Any type of construction, development or sale of real or personal property in any place or jurisdiction; as well as all business activities related thereto, or which may be appropriate, necessary, advantageous or proper in the conduct of the business; to exercise generally all such powers as may be incidental to or convenient for the purposes and business of the corporation; and to have, exercise and enjoy all the rights and privileges of a corporation for profit under the laws of the State of Florida; it

being expressly provided that the foregoing enumerated powers shall not be held to limit or restrict the general powers of the corporation.

ARTICLE III

The maximum number of shares of stock this corporation may issue is one hundred thousand shares of nommon stock, which shall be the common stock of \$.001 par value. All said common stock shall be payed for in cash, or payable by property, labor or services at a just valuation by the stockholders. Property, labor or services may be purchased or paid for with capital stock at a just valuation fixed by the stockholders.

ARTICLE IV

The amount of capital with which this corporation shall begin is not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial principal office of said corporation shall has 200 Palm Sparrow Court, Daytona Beach, Florida 32119

The registered agent is:

KEVIH WALTZER

whose address is:

200 Palm Sparrow Court, Daytona Beach, Florida 32119

ARTICLE VII

That the business of the corporation shall be managed by the stockholders of the corporation. The board of directors shall

initially consist of one member, who is:

KEVIN WALTERR

The said corporation may have additional members on the board of directors, as may be authorized in the bylaws of the corporation. The address for the above is:

200 Palm Sparrow Court, Daytona Beach, Florida 32119

ARTICLE VIII

The name and business address of the person signing these Articles of Incorporation as subscriber is as follows:

KEVIN WALTEER

200 Palm Sparrow Court, Daytona Beach, Florida 32119

ARTICLE IX

No holder of common stock of the corporation shall have any preferential, preemptive or other right to the detriment of any other stockholder of the corporation.

ARTICLE X

The said corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter permitted by law or prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

IN WITHESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.

KEVIN WALTZER

STATE OF FLORIDA

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

COUNTY OF VOLUBIA

96 SEP 19 AM 10: 21

REVIN WALTEER, well known to be the person described in and who subscribed the foregoing Articles of Incorporation and he freely and voluntarily acknowledged before that he made and subscribed the foregoing for the uses and purposes therein mentioned and set forth.

IN WITNESS WREREOF, I have hereunto set my hand and official seal at Daytona Beach, in said County and State, this 16 day of

September 1996 J. Orlein

CC 678696

CEPTANCE OF REGISTERED AGENT

The restricted having been named to accept Service of Process for PHONE TERRITORP., at the place designated in Article VI of the Articles of Incorporation, hereby accepts the obligations as Registered Agent and agrees to comply with the provisions of Section 607.0505, Florida Statutes, relative to keeping open said office.

KEVIN WALTEER

4