

P96000083327

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: J-COMM TELEPHONE AND COMMUNICATION SYSTEMS, INC.

I enclose an original and 1 copy(ies) of the Articles of
Incorporation for the above corporation and a check in the amount
of \$122.50.

SIGNED: *Marty Johnson*
From:

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-10/04/96--01079--009
****122.50 ****122.50

J-COMM TELEPHONE AND COMMUNICATION SYSTEMS, INC.

Name

3379 Greenbriar Circle, Suite A
Address

Gulf Breeze, FL 32561-2805
City State Zip

(904) 934-1654
Telephone Number

FILED
96 OCT -4 PM 4:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

[Signature]
10/4

INCORPORATOR'S ACTION BY WRITTEN CONSENT

Pursuant to Section 607.0205(1)(b)(2) of the Business Corporation Act, the incorporator of J-COMM TELEPHONE AND COMMUNICATION SYSTEMS, INC. hereby consents to the election of the following persons as initial directors of this corporation to complete the organization of the corporation. The initial directors shall serve on the board until the first annual meeting of shareholders held for the election of directors, and until their successors are elected and qualified:

Martin A. Johnson, President

3379 Greenbriar Circle, Suite A

Gulf Breeze, Florida 32561-2805

G. Wayne Johnson, Vice-President

32619 Mercier Road

Denham Springs, LA 70726

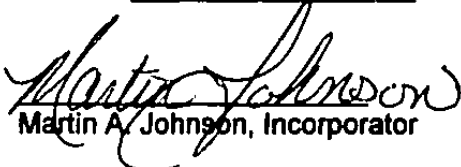
Christine F. Johnson, Secretary

3379 Greenbriar Circle, Suite A

Gulf Breeze, Florida 32561-2805

There being no further business, the meeting was adjourned.

DATED: SEPTEMBER 30, 1996


Martin A. Johnson, Incorporator

ARTICLES OF INCORPORATION

OF

J-COMM TELEPHONE AND COMMUNICATIONS SYSTEMS, INC.

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TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be: J-COMM TELEPHONE AND COMMUNICATION SYSTEMS, INC.

ARTICLE II PRINCIPAL OFFICE

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

3379 Greenbriar Circle, Suite A

Gulf Breeze, FL 32561-2805

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.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Martin A. Johnson

3379 Greenbriar Circle, Suite A

Gulf Breeze, FL 32561-2805

ARTICLE V INCORPORATOR


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

Martin A. Johnson

3379 Greenbriar Circle, Suite A

Gulf Breeze, FL 32561-2805

The undersigned has executed these Articles of Incorporation this 30 TH day of SEPTEMBER 1996.



Martin A. Johnson, Incorporator

CERTIFICATE OF DESIGNATION

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:

J-COMM TELEPHONE AND COMMUNICATION SYSTEMS, INC

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

Martin A. Johnson

3379 Greenbriar Circle, Suite A

Gulf Breeze, Florida 32561-2805

Signature: Martin A. Johnson

Title: President

Date: September 30, 1996

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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: Martin A. Johnson

Date: 9.30.96