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KIRKPATRICK & LOCKHART LLP

MIAMI CENTER - 20TH FLOOR
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2399

TELEPHONE (305) 539-3300
FACSIMILE (305) 358-7095

Jan E. Blanck
539-3364

November 11, 1996

Secretary of State of Florida
Corporations
P O Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

RE: Florida Mobile Services, Inc.

Gentlemen:

Enclosed for filing with your offices are articles of incorporation, in duplicate, prepared to effect the incorporation of Florida Mobile Services, Inc. Please note that the commencement date for this Corporation is designated as November 7, 1996. Also enclosed is our check in the amount of \$122.50 in payment of the following fees:

Filing Fee	\$ 52.50
Certified Copy	35.00
Registered Agent Fee	<u>35.00</u>
Total	\$ 122.50

Please return the certified copy to the attention undersigned.

Thank you for your cooperation with this matter.

Sincerely,

Kirkpatrick & Lockhart

Jan Blanck
Jan Blanck,
Lawyer's Assistant to
Daniel A. Casey

cc: Daniel A. Casey

NOV 18 1996

BSB

FILED
96 NOV 13 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
11-7-96

**ARTICLES OF INCORPORATION
OF
FLORIDA MOBILE SERVICES, INC.**

FILED

96 NOV 13 PM 12:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of FLORIDA MOBILE SERVICES, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is FLORIDA MOBILE SERVICES, INC.

ARTICLE II

ADDRESS

The street address of this Corporation shall be 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131.

ARTICLE III

DURATION AND COMMENCEMENT OF EXISTENCE

The duration of the Corporation shall be perpetual commencing on November 7, 1996.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

EFFECTIVE DATE
11-7-96

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131 and the registered agent for the Corporation at that address shall be Daniel A. Casey.

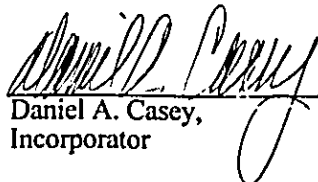
ARTICLE VII

INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Daniel A. Casey	c/o Kirkpatrick & Lockhart LLP 201 South Biscayne Boulevard 20th Floor Miami, FL 33131

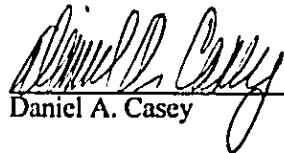
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of November, 1996.


Daniel A. Casey,
Incorporator

CERTIFICATE OF REGISTERED AGENT
OF
FLORIDA MOBILE SERVICES, INC.

Having been named to accept service of process for Florida Mobile Services, Inc., at the place designated in the foregoing Articles of Incorporation, Daniel A. Casey agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: November 7, 1996


Daniel A. Casey

FILED
96 NOV 13 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA