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TRANSMITTAL LETTER

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: North Fla. Cellular Advantage, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$78.75.

FROM: Calvin L. Close  
Rt 3 Box 5832  
Palatka, Florida 32177  
904 328-3951 Home  
904 325-8606 Office

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-11/19/96--01030--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Calvin Close  
IS to chapter 607 & IV  
PK

FILED

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## ARTICLES OF INCORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes, Adopt(s) the following Articles of Incorporation:

### ARTICLE I

Name

The name of the corporation shall be:  
North Fla. Cellular Advantage, Inc.

### ARTICLE II

Principal place of business and mailing address

The principal place of business and the mailing address of this corporation shall be:  
116 North 19th Street  
Palatka, Fl 32177

### ARTICLE III

CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is:  
100 SHARES of \$1.00 PAR COMMON STOCK

### ARTICLE IV

Manner of election of directors.

The manner in which the directors are elected or appointed is as follows:

The number of Directors of this corporation is two. The election and terms of the Directors shall be governed by the corporations by-laws.

### ARTICLE V

Limitation of corporate powers.

The corporate powers of this corporation are as provided in section 607.0302, Florida Statutes, unless limited as follows:

### ARTICLE VI

Initial registered agent and street address.

The name and the street address of the initial registered agent is:

Connie Hilton  
7350 Crill Ave.  
Palatka, Fl 32177

### ARTICLE VII

Incorporators

The names and the street addresses of the incorporators for these articles of incorporation are:

Calvin E. Close 297 Peniel Church Road Palatka, Fl 32177  
Karen E. Close 297 Peniel Church Road Palatka, Fl 32177

The undersigned incorporators have executed these Articles of  
Incorporation this 12 day of November, 1996.  
Signatures of Incorporators:

+ Ali I. Close

Karen R. Close

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:

North Fla. Cellular Advantage, Inc.

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

Connie Hilton  
7350 Crill Ave.

Palatka, Fl. 32177

+ *Connie Hilton*

Signature

Incorporator

Title

November 12, 1996

Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

*Connie Hilton*  
(Signature)

*11-12-96*  
(Date)

Registered Agent filing fee is \$35.00