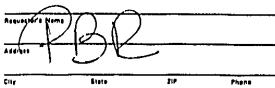
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Empire Toll Free: 1-800-432-3028

CORPORATION(S) NAME

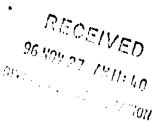
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Acknowledgment

W.P. Verifier





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 22, 1996

EMPIRE

MIAMI, FL

SUBJECT: COM PHONE, INC. Ref. Number: W96000024819

We have received your document for COM PHONE, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 filling of your document, please call (904) 487-6926.

Teresa Brown Corporate Specialist

Letter Number: 396A00053245

ARTICLES OF INCORPORATION

COMPHONE, INC. OF WEST PALM BEACH,

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is COMPHONE, INC. OF WEST PALM BEACH, TV.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The street address of the principal office of the Corporation is 2800 N. Ocean Drive, Unit 3-B, Bldg. A, Singer Island, FL 33403-3297.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is one thousand, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2800 N. Ocean Drive, Unit 3-B, Bldg. A, Singer Island, FL 33403-3297. The initial registered agent for the Corporation at that address is Gary H. Watts.

ARTICLE VI

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

Gary H. Watts 2800 N. Ocean Drive Unit 3-B, Bldg. A Singer Island, FL 33403-3297

ARTICLE VII

The names and street address of the person signing these articles of incorporation is:

Gary H. Watts 2800 N. Ocean Drive Unit 3-B, Bldg. A Singer Island, FL 33403-3297

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 1972 day of November, 1996.

Name: Gary H/ Watts

ACCEPTANCE OF REGISTERED AGENT

COMPHONE, INC. OF WEST PALM BEACH, FL at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of

that position pursuant to F.S. 607.0501(3).

Name: Gary H. Watts

Date: November, /47/1996

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STATE OF FLORIDA

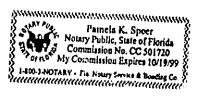
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Gary II. Watts, who is personally known to me, to me well known to be the person described as the Incorporator in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid, this $/9^{4L}$ day of November, 1996.

Notary Public

My Commission Expires:



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

96 NOV 27 PH 1:51
TALLAHASSEE, FLORIDA

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: COMPHONE, INC. OF WEST PALM BEACH, PL
- 2. The name and address of the registered agent and office is:

(Name)

2800 N. Ocean Drive

(P.O. Box not acceptable)

Unit 3-B, Bldg. A

Singer Island, FL 35403-3297

(City/State/Zip)

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.
