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CS

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 189145 9443A

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 70.00

ORDER DATE : December 16, 1996

ORDER TIME : 9:47 AM

ORDER NO. : 189145-005

CUSTOMER NO: 9443A

700002029487--5

CUSTOMER: Stephanie Dacosta, Esq
STEPHANIE DACOSTA, ESQ

Suite 601
1980 North Atlantic Avenue
Cocoa Beach, FL 32931

FILED
96 DEC 16 PM 3:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: AIRTIME, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: _____

RECEIVED
96 DEC 16 AM 10:47
DIVISION OF CORPORATION

[Signature]
12/16

ARTICLES OF INCORPORATION
OF
AirTime, Inc.

96 DEC 16 PM 3:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

The undersigned incorporator hereby forms a corporation
under Chapter 607 of the laws of the State of Florida.

ARTICLE 1. NAME

The name of your corporation shall be:

AirTime, Inc.

The address of the principal office of this
corporation shall be 4230 Piedras Street, Cocoa,
Florida 32927, and the mailing address of the
corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or
all lawful activities or business permitted under the
laws of the United States, the State of Florida or any
other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4230 Piedras Street, Cocoa, Florida 32927, and the name of the initial registered agent of the corporation at that address is ROBERT PAUL DENNEY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of this initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Robert Paul Denney	4230 Piedras Street
Dir./Pres./Sec./Treas.	Cocoa, Florida 32927

ARTICLE VII. INCORPORATOR

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


ROBERT PAUL DENNEY
4230 Piedras Street
Cocoa, Florida 32927

IN WITNESS WHEREOF, ROBERT PAUL DENNEY, has hereunto set his
hand and seal on the 2 day of December, 1996.


ROBERT PAUL DENNEY

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

ROBERT PAUL DENNEY, named above, and having been designated
as the Registered Agent in the above and foregoing Articles, is
familiar with and accepts the obligations of the position of
Registered Agent under Section 607.0505, Florida Statutes.


ROBERT PAUL DENNEY

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TALLAHASSEE FLORIDA