

**THE COMPANY CORPORATION**

**997000014908**

131 Market Street • Williston, Vermont 05401-1150 • Telephone: (802) 575-0440 • Fax: (802) 575-1346

February 7, 1997

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Eastland of Orlando Telephone Corporation  
P3281975EALON

100002088241--0  
-02/14/97--01087--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Eastland of Orlando Telephone Corporation

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

*Regina Cephas*  
Regina Cephas  
Vice President

enc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 14 AM 9:56

*5/8*

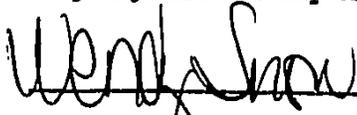
ARTICLES OF INCORPORATION  
OF  
Eastland of Orlando Telephone Corporation

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST:** The name of the corporation shall be Eastland of Orlando Telephone Corporation.
- SECOND:** The address of the initial registered office of the corporation is 7512 Dr. Phillips Blvd, Suite 50-115, Orlando, FL 32819 County of Pineallas. The name of the agent at said address is Steven J. Longenecker.
- THIRD:** The principal address of the corporation is 7512 Dr. Phillips Blvd, Suite 50-115, Orlando, FL 32819.
- FOURTH:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations be organized under the Florida Business Corporation Act.
- FIFTH:** The total authorized stock of this corporation is divided into 1,000 shares at no par value.
- SIXTH:** The number of directors constituting the initial board of directors is three, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Steven J. Longenecker 7512 Dr. Phillips Blvd, Suite 50-115,  
Orlando, FL 32819.
- Sandra Elliott 7512 Dr. Phillips Blvd, Suite 50-115, Orlando,  
FL 32819.
- Shirley Hamann 7512 Dr. Phillips Blvd, Suite 50-115,  
Orlando, FL 32819.
- SEVENTH:** The duration of the corporation is perpetual.
- EIGHT:** This is a Close Corporation.
- NINTH:** The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:
- Wendy Snow, 1313 N. Market St., Wilmington, DE 19801

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
27 FEB 14 AM 9:56

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 6th day of February, 1997.

  
\_\_\_\_\_

State of Delaware  
SUSAN M. GRIFFIN  
NOTARY PUBLIC - STATE OF DELAWARE  
MY COMMISSION EXPIRES OCT. 6, 2000

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 6th day of February, 1997 by Wendy Snow.

  
Notary Public

SUSAN M. GRIFFIN  
NOTARY PUBLIC - STATE OF DELAWARE  
MY COMMISSION EXPIRES OCT. 6, 2000.

This document was prepared by Wendy Snow, 1313 Market Street,  
Wilmington, DE 19801 (302) 575-0440

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Eastland of Orlando Telephone Corporation, desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Orlando, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Larry Wolfe

February 6, 1997

\_\_\_\_\_  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 14 AM 9:56