

P 97 0000 15667

GULF COAST TELECOM, INC.

5456 BAYWATER DRIVE
TAMPA, FLORIDA 33615
TELEPHONE/FAX: (813) 855-5025
TOLL FREE: (888) 855-5025

FILED
FEB 14 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 5, 1997

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

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Subject: Gulf Coast Telecom, Inc.

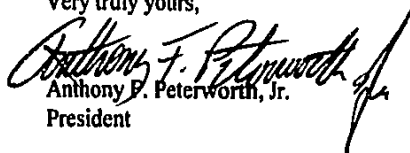
Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with our check in the amount of \$ 122.50. This represents the cost of the Filing Fees, Certified Copy of the Articles of Incorporation, and fee for the Registered Agent Designation for the above named corporation.

Please return our certified copy to the following address:

Gulf Coast Telecom, Inc.
5456 Baywater Drive
Tampa, Florida 33615

Very truly yours,


Anthony P. Peterworth, Jr.
President

F. CHAMBERLAIN FEB 19 1997

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
97 FEB 14 AM 11:32
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 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 agent/registered office, in the State of Florida.

1. The name of the corporation is:

Gulf Coast Telecom, Inc.

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

Anthony F. Peterworth, Jr.
5456 Baywater Drive
Tampa, Florida 33615

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.

SIGNED: Anthony F. Peterworth, Jr.

DATE: 2/7/97

ARTICLES OF INCORPORATION

of

GULF COAST TELECOM, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

GULF COAST TELECOM, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5456 Baywater Drive
Tampa, Florida 33615

ARTICLE III - DURATION

The term of existence of the Corporation is perpetual and the corporate existence will commence on the filing of these articles by the Department of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of engaging in telecommunication consulting and related activities or any other activity or business permitted under the laws of the United States and the State of Florida.

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ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of one (\$1.00) par value Common Stock, which shall be designated " Common Shares ".

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Anthony F. Peterworth, Jr.
5456 Baywater Drive
Tampa, Florida 33615

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1) which shall constitute a quorum. The name of the initial director of the corporation are as follows:

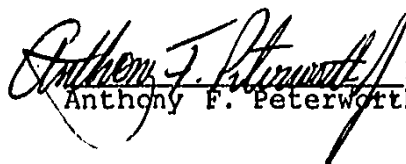
Anthony F. Peterworth, Jr.
5456 Baywater Drive
Tampa, Florida 33615

ARTICLE VIII - INCORPORATOR

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

Anthony F. Peterworth, Jr.
5456 Baywater Drive
Tampa, Florida 33615

The undersigned has executed these Articles of Incorporation this 1st day of February 1997.

 President/Secretary
Anthony F. Peterworth, Jr.