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6/02/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

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NAME: WILLIAMS COMMUNICATIONS PAGING, INC.

AUDIT NUMBER.....H9700009000

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FILED
97 JUN -2 PM 3:00
TALLAHASSEE, FLORIDA

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FILED
97 JUN -2 PM 3:00
SEVENTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

WILLIAMS COMMUNICATIONS PAGING, INC.

The undersigned subscribers to these Articles of Incorporation, are natural persons competent to contract, and form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is WILLIAMS COMMUNICATIONS PAGING, INC.

ARTICLE II. NATURE OF BUSINESS

The nature of the business is wireless communications. The Corporation may also conduct any other legal business.

Article III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal par value of One Dollar (\$1.00) per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of

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PREPARED BY:
DCS INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-368-2571

H97-9000

Florida is 1215 West Tharpe Street, Tallahassee, Florida 32303. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never have less than one (1).

ARTICLE VIII. INITIAL DIRECTORS

The names of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Kenneth L. Williams	2468 Elfinwing Lane Tallahassee, FL 32308
Alexandra S. Williams	2468 Elfinwing Lane Tallahassee, FL 32308

ARTICLE IX. SUBSCRIBERS

The name of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Kenneth L. Williams	2468 Elfinwing Lane Tallahassee, FL 32308	500

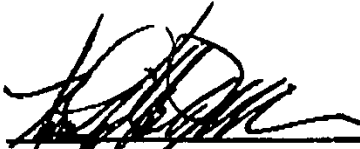
ARTICLE X. AMENDMENT

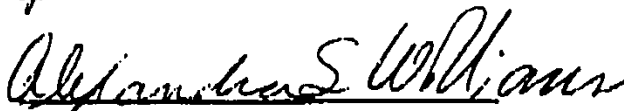
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to

H97-9000

H97-9000

vote thereon, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


KENNETH L. WILLIAMS


ALEXANDRA S. WILLIAMS

STATE OF FLORIDA,
COUNTY OF LEON.

THE FOREGOING INSTRUMENT was acknowledged before me on this ____ day of _____, 199__, by Kenneth L. Williams and Alexandra S. Williams, who is personally known to me or produced _____ as identification and who did (did not) take an oath.

NOTARY PUBLIC
My commission expires:

H97-9000

H97-9000

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First——That WILLIAMS COMMUNICATIONS PAGING, INC., a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Tallahassee, County of Leon, State of Florida, has named KENNETH L. WILLIAMS, located at 1215 West Tharpe Street, Tallahassee, FL 32303, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


KENNETH L. WILLIAMS

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