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**CORPORATE  
ACCESS,  
INC.**

**797000061289**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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*Articles*

1.) ~~State Communications Inc~~ Mid-Florida Communications  
(CORPORATE NAME & DOCUMENT #) *State*

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

**SPECIAL INSTRUCTIONS**

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W97-16246  
66th JUL 15 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 15, 1997

CORPORATE ACCESS, INC.  
1116-D THOMASVILLE ROAD  
MOUNT VERNON SQUARE  
TALLAHASSEE, FL 32303

SUBJECT: MID-FLORIDA COMMUNICATIONS, INC.  
Ref. Number: W97000016246

We have received your document for MID-FLORIDA COMMUNICATIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The registered agent must have a Florida street address. A post office box is not acceptable.

Please return the original and one copy of 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 filing of your document, please call (850) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 597A00036087

*Corrected*  
*7/15/97*  
*CW*  
*ii*

DIVISION OF CORPORATIONS

97 JUL 15 AM 10:55

RECEIVED

**CERTIFICATE OF INCORPORATION  
OF****EFFECTIVE DATE**7-10-97

Mid-Florida Communications, Inc.

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

**FIRST  
IDENTIFICATION**

The name of the corporation, hereinafter referred to as the "Corporation," is Mid-Florida Communications, Inc. The principal address of the Corporation is 1723 NORTH FLORIDA AVENUE, LAKE LAND, FL 33805.

**SECOND  
PERIOD OF EXISTENCE**

The period during which the corporation shall continue is perpetual.

**THIRD  
REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Corporation is 1723 North Florida Avenue, Lakeland, Fl. 33805 and the name and address (if different) of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Shirley A. Culpepper

**FOURTH  
PURPOSE**

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

**FIFTH  
SHARES**

The total authorized capital stock of the Corporation is One Hundred shares having a

Par Value of None. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

**SIXTH  
INCORPORATOR'S ADDRESS**

The name and post office address of the Incorporator of the Corporation is as follows:

Shirley A. CulpepperP. O. Box 275 - 4612 Roebuck Rd.Durant, Florida 33530

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SEVENTH  
DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

SHIRLEY A. CULPEPPER, P. O. Box 275, Durant, Florida 33530 - 4612 Roebuck Rd.

LARRY G. DIALS, 2111 Smithfield Place, Lakeland, Florida 33801

EIGHTH  
INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be July 10, 1997

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of  
July 10, 1997

I hereby also accept designation of  
Registered Agent.

Shirley A. Culpepper  
(Incorporator)  
Shirley A. Culpepper

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