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TRANSMITTAL LETTER

FILED

97 SEP 23 PM 3:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: BLACKWATER PAYPHONE REPAIR, INC.
(Proposed corporate name - must include suffix)

300002301623--8
-09/24/97--01002--001
****120.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MONTGOMERY KEITH COOPER
Name (Printed or typed)

10 PELAGIC PLACE
Address

SOPCHOPPY, FL. 32358
City, State & Zip

850-962-1460
Daytime Telephone number

RECEIVED
97 SEP 23 PM 3:35
DIVISION OF CORPORATION

P.Hall
SEP 23 1997

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, 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:

BLACKWATER PAYPHONE REPAIR, INC.

ARTICLE II PRINCIPAL OFFICE

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

10 PELAGIC PLACE
SOPCHOPPY, FL. 32358

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

10 PELAGIC PLACE
SOPCHOPPY, FL. 32358

MONTGOMERY K. COOPER

ARTICLE V INCORPORATOR

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

MONTGOMERY K. COOPER 10 PELAGIC PLACE
SOPCHOPPY, FL. 32358

Montgomery K. Cooper
Signature/Incorporator

9/23/97
Date

(An additional article must be added if an effective date is requested.)

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

Montgomery K. Cooper
Signature/Registered Agent

9/23/97
Date