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September 1, 1997 OCT 29 AM 9:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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-10/29/97-01041-009
****122.50 ****122.50

RE: PROCALL COMMUNICATIONS, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of the registered agent, together with my check in the amount of \$122.50 for filing same.

Thank you for your prompt attention to these matters. Please return the letter of acknowledgement to:

GHASSAN SAM QANDAH
2758 TROLLIE LANE
JACKSONVILLE, FL 32211

Sincerely,

Ghassan Sam Qandah

enclosures

Hall

OCT 30 1997

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ARTICLES OF INCORPORATION

OF

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PROCALL COMMUNICATIONS, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of the corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME: The name of the corporation is PROCALL COMMUNICATIONS, INC.

ARTICLE II

REGISTERED OFFICE AND REGISTERED AGENT: The street address AND telephone number of the initial registered office is 2758 TROLLIE LANE, JACKSONVILLE, FLORIDA 32211, (904)743-4295.

The name of the initial registered agent is GHASSAN SAM QANDAH A/K/A SAM KANDAH, who is familiar with the accepts of the duties and responsibilities as Registered Agent for said Corporation.

PRINCIPAL OFFICE AND ADDRESS is the same as the REGISTERED OFFICE.

PRINCIPAL OFFICE is the location where service of process can be accepted.

ARTICLE III

DURATION: The corporation shall have a perpetual existence.

ARTICLE IV

PURPOSE: The purpose of the corporation is to engage in any lawful act or activity for which may be now or hereafter organized under the laws of the State of Florida.

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ARTICLE V

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CAPITAL STOCK: The corporation is authorized to issue only one class of stock. The number of shares authorized shall be 100,000 and the par value of each share is \$1.00.

ARTICLE VI


BOARD OF DIRECTORS: The initial board of directors shall consist of one (1) member. The name and address of this individual who are to serve as a director is as follows:

NAME	MAILING ADDRESS
GHASSAN SAM QANDAH	4455 CONFEDERATE POINT RD., #25A JACKSONVILLE, FL 32211

ARTICLE VII

INCORPORATOR: The name and address of the incorporator is GHASSAN SAM QANDAH, 2758 TROLLIE LANE, JACKSONVILLE, FL 32211.

The undersigned being the sole incorporator above signs and acknowledges these articles of Incorporation at Jacksonville, Florida, on the 15th day of SEPTEMBER 1997.


GHASSAN SAM QANDAH
Incorporator and Registered
Agent

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STATE OF FLORIDA
COUNTY OF

Duval

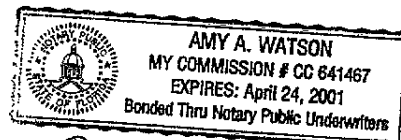
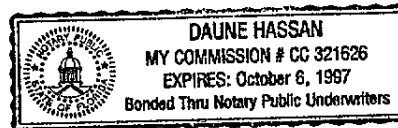
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Before me, the undersigned authority, personally appeared Ghassan Sam Qandah who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the users and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereto set my hand and my official seal, at Nation Bank in said County and State this 20 day of September, 1997.

Daune Hassan
Notary Public, State of Florida



Amy Watson