

P97000106464

LAW OFFICES OF
ALAN I. KARTEN
 1888 N.W. 7TH STREET
 MIAMI, FLORIDA 33125

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Quality Payphone Service, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
 97 DEC 18 AM 8:38
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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 -12/18/97--01024--010
 *****70.00 *****70.00

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials AKM - 12/19/97

ARTICLE OF INCORPORATION
OF
QUALITY PAYPHONE SERVICE, INC.

The undersigned subscriber(s) to these Articles of Incorporation each natural person competent to contact, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: **QUALITY PAYPHONE SERVICE, INC.**

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on is: to engage in every aspect of finding locations, installations, and ownership of pay phones.

And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or negotiate bonds and mortgage, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III - CAPITAL STOCK

The maximum number of share of stock that this corporation is authorized to have outstanding at any time is: 100 shares at No Par Value. The consideration to be paid for each share shall be payable in lawful money or property, labor or services. Shares of the corporation's stock and certificates shall be issued to Darrell Fayson who are in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services and this corporation.

ARTICLE IV - AMOUNT OF STOCK

The amount of capital with which this corporation will begin business is not less than one hundred dollars (\$100.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial address of the principal office of this corporation in the State of Florida is:
78 Northeast 59 Terrace, Miami, Florida 33137

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ARTICLE VII - DIRECTORS

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

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The name(s) and address(es) of the member(s) of the first Board of Directors, who subject to the provisions of the certificate of Incorporation, by the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his/their successor(s) are elected and have qualified, are: DARRELL FAYSON

ARTICLE IX - DIRECTORS

The name(s) and address(es) of each subscriber of these Articles of Incorporation, the number of stock each agrees to take and the value of the consideration thereof are:

<u>Name</u>	<u>Title</u>	<u>Shares</u>
DARRELL FAYSON	President	100 Shares


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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 vote thereon.

ARTICLE XI - DESIGNATION REGISTERED AGENT

That **DARRELL FAYSON**, whose address is 78 Northeast 59 Terrace, Miami, Florida 33137 is hereby named Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida at this registered address. I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

BY: 
DARRELL FAYSON
 REGISTERED RESIDENT AGENT &
 ACCEPTING DUTIES

ARTICLE XII

I, Darrell Fayson, of 78 Northeast 59 Terrace, Miami, Florida 33137, am also the incorporater of this incorporation.


I, the undersigned, being each and all of the original subscribers to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the numbers of shares of stock herein above set forth as to each, and accordingly have hereunto set my hand and seal this 15th day of December, 1997.


DARRELL FAYSON, President

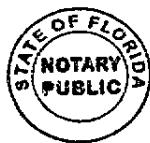
STATE OF FLORIDA)
:SS
COUNTY OF DADE)

I HEREBY certify that this date before me, a Notary Public duly authorized to administer oaths and take acknowledgments, personally appeared DARRELL FAYSON, who is personally known to me to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the Articles of Incorporation, and did take an oath.

WITNESS my hand and seal in the County and State named above
this 15th day of December, 1997.


NOTARY PUBLIC, State of Florida

My Commission Expires:



ELENA M. LINDNER
My Comm. Exp 1/29/00
Bonded By Service Ins.
No. CC528390

Personally Known Other I. D