CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

98 JAN 28 PM 2: 45

P98000008856

olorado Telephone, Inc.	1000024143918 -01/28/9801044020 ****122.50 ****122.50
	Art of Inc. File LTD Partnership File
	Foreign Corp. File L.C. File Fictitious Name File
	Trade/Service Mark Merger File Art. of Amend. File RA Recignation
	Dissolution / Withdrawal Annual Report / Reinstatement
	Photo Copy Certificate of Good Standing
	Certificate of Fictitious Name Corp Record Search
Signature	Fictitious Search Fictitious Owner Search
Requested by: ///	Vehicle Search Driving Record UCC_1 or 3 File
Name Date Time Walk-In Will Pick Up	UCC 11 Search

98 JAN 28 PM 2: 45

ARTICLES OF INCORPORATION

OF

COLORADO TELEPHONE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be COLORADO TELEPHONE, INC. located at: 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, FL 33062.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity of business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

AUTHORIZED CAPITAL

The initial authorized capital of the corporation shall be Five Hundred Dollars (\$500.00).

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of common stock. The share of stock authorized shall be no par value. The consideration to be paid for each share shall be fixed at the Board of Directors meeting.

ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

This Corporation's <u>Initial</u> Registered Agent and Registered Office in the State of Florida shall be:

Sean Biddiscombe 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, FL 33062.

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTORS

The name and address of the Director(s) are:

David Decker, 2401 E. Atlantic Blvd. Suite 300, Pompano Beach,
FL 33062.

The member(s) of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VII

INCORPORATORS

The name and address of each Incorporator executing these Articles of Incorporation is:

David Decker, 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, FL 33062.

ARTICLE VIII COMMENCEMENT DATE

Corporate existence will commence of date Articles of Incorporation are approved.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true.

AVID DECKER

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

STATE OF FLORIDA

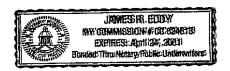
ss:

98 JAN 28 PM 2: 45

COUNTY OF BROWARD

BE IT KNOWN that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID DECKER to me known to be the person described as Incorporator in the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 27th day of January, 1998.



Notary Public

My Commission Expires

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates SEAN BIDDISCOMBE, at 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, FL 33062 as Registered Agent to accept service of process within this State.

SEAN BIDDISCOMBE

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of --Florida, and agrees to comply with the provisions of law applicable to said designation.

SEAN BIDDISCOMBE