

The Legal Center

P98000016420

February 2, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

500002422665--1
-02/05/98--01081--001
*****78.75 *****78.75

RE: EQUITEL TELEPHONE SYSTEMS, INC.

Greetings:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with my check to cover the following expenses:

| | |
|-----------------------|----------------|
| Filing fee | \$35.00 |
| Certificate of Status | 8.75 |
| Registered Agent Fee | 35.00 |
| TOTAL | <u>\$78.75</u> |

Upon filing please call this office with date of filing and corporation number. Also, please return the enclosed copy of the articles with your stamp on it showing the filing date.

Cordially yours,

THE LEGAL CENTER

Kent W. Davis/ps
Kent W. Davis
Attorney

FILED
98 FEB 19 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KWD/lao

Encl.

W98-2720

2/19/98
T.M.

6572 Seminole Boulevard, Suite 9
Seminole, Florida 34642
Telephone (813) 393-8822

old, but just
renew, no ans.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 6, 1998

KENT W. DAVIS, ESQ.
THE LEGAL CENTER
6572 SEMINOLE BLVD, STE 9
SEMINOLE, FL 34642

SUBJECT: EQUITEL, INC.
Ref. Number: W98000002720

We have received your document for EQUITEL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 298A00006922

**ARTICLES OF INCORPORATION
OF
EQUITEL TELEPHONE SYSTEMS, INC.
(A Corporation for Profit)**

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

EQUITEL TELEPHONE SYSTEMS, INC.

ARTICLE II. EXISTENCE

This corporation shall exist perpetually.

ARTICLE III. GENERAL PURPOSES

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE V. PRINCIPAL OFFICE

The principal office, if known, or the mailing address of the corporation is:

13498 100th Ave. N.
Seminole, FL 33776

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and office of this corporation is:

Judith C. Brownell
13498 100th Ave. N.
Seminole, FL 33776

ARTICLE VII. INCORPORATOR

The name(s) and address(es) of the incorporator(s) is/are:

Judith C. Brownell
13498 100th Ave. N.
Seminole, FL 33776

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 FEB 19 PM 2:49
FILED

ARTICLE VIII. MANAGEMENT BY SHAREHOLDERS

The corporation shall not have more than 35 shareholders nor shall it have directors. The business affairs of the corporation and all the corporate powers shall be managed and exercised under the direction and authority of the shareholders.

ARTICLE IX. BY LAWS

The By-Laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

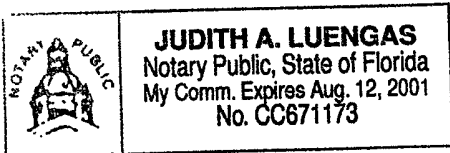
IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 2nd day of February, 1998.

Incorporator

Judith C. Brownell
JUDITH C. BROWNELL Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 2nd day of February, 1998, by Judith C. Brownell, who is/are personally known to me or who has/have produced a driver's license as identification.



Judith A. Luengas
Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for EQUITEL TELEPHONE SYSTEMS
INC.
at the place designed in the foregoing Articles, namely 13498 100th Ave. N.
Seminole, FL 33776

I HEREBY AGREE to act in this capacity, and to comply with all Florida Statutes relative to the performance of my duties.

Dated this 2nd day of February, 1998.

Judith C. Brownell
Registered Agent
JUDITH C. BROWNELL

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 19 PM 2:49

FILED