

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

TICKET # 800002437258

X CUS

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Articles

PHOTO COPY

1.) Airtime Technologies, Inc
(CORPORATE NAME & DOCUMENT #)

2.) _____
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(CORPORATE NAME & DOCUMENT #)

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-02/23/98--01003--022
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FILED
98 FEB 23 AM 11:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
98 FEB 23 AM 9:56
DEPARTMENT OF STATE
DIVISION OF CORPORATE AND
TALLAHASSEE FLORIDA

2/23

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED
98 FEB 23 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

AIRTIME TECHNOLOGIES, INC.

ARTICLE II PRINCIPAL OFFICE

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

5019 80th Terr. S. LAKE WORTH FL 33467

ARTICLE III SHARES

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

500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

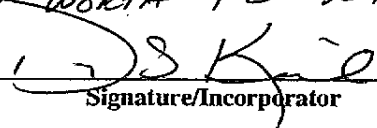
The name and Florida street address of the initial registered agent are:

DEAN S. KEIL 5019 80th Terr. S. LAKE WORTH, FL. 33467

ARTICLE V INCORPORATOR

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

DEAN S. KEIL
5019 80th Terr. S.
LAKE WORTH FL 33467


Signature/Incorporator

2/20/98
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


Signature/Registered Agent

2/20/98
Date