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LAZARUS CORPORATE FILING SERVICE, INC.

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(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

400002509154--3

-05/04/98--01031--019

\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

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

1. PCS COMMUNICATIONS CORPORATION  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00

☐ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☒ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
98 MAY -5 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
98 MAY -4 AM 11:43  
DIVISION OF CORPORATION

K. Rolfe MAY 04 1998  
W98-9960

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 4, 1998

LAZARUS CORPORATE FILING SERVICE, INC.

MIAMI, FL

SUBJECT: PSC COMMUNICATIONS CORPORATION  
Ref. Number: W98000009960

We have received your document for PSC COMMUNICATIONS CORPORATION 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.

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) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 998A00024370

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

98 MAY -5 PM 3:13

RECEIVED

**ARTICLES OF INCORPORATION  
FOR  
PCS COMMUNICATIONS NETWORK INC.**

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The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

**ARTICLE ONE  
NAME**

The corporate name shall be: PCS Communications NETWORK INC.

**ARTICLE TWO  
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE  
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. In general to promote the interests of the corporation in its activities, and to enhance the value of its properties.
2. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states and countries.
3. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidence of indebtedness, and executed such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.
4. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
5. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares or the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state government, and while owner of such stock, to exercise all the rights to vote such stock,
6. To engage in any activities or businesses permitted under the laws of the United States and the State of Florida.
7. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE FOUR**  
**CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall have no par value.

**ARTICLE FIVE**  
**REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE**

The name of the registered agent and the street address of the principal registered office of the corporation is **Felix J. Martin** at 255 Alhambra Circle, Suite 380, Coral Gables, Florida 33134.

**ARTICLE SIX**  
**DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is **2**, and shall never be less than one. The name and address of each person(s) who is to serve as a member of the initial board of directors is (are):

**Felix J. Martin** at 255 Alhambra Circle, Suite 380, Coral Gables, Florida 33134.  
**Juan Novo** at 255 Alhambra Circle, Suite 380, Coral Gables, Florida 33134.

**ARTICLE SEVEN**  
**INCORPORATORS**

The name and street address of the incorporator(s) are:

**Felix J. Martin** at 255 Alhambra Circle, Suite 380, Coral Gables, Florida 33134.

**ARTICLE EIGHT**  
**PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which the new stock is offered to others.


**ARTICLE NINE**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE TEN  
AMENDMENTS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


**IN WITNESS WHEREOF**, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida on this 30<sup>th</sup> day of April, 1998.

  
Felix J. Martin, Incorporator

**ACKNOWLEDGMENT AND ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designed in these Articles, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated this 30<sup>th</sup> day of April, 1998.

  
Felix J. Martin

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**STATE OF FLORIDA  
COUNTY OF DADE**

**I HEREBY CERTIFY** that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments appeared **Felix J. Martin**, who is personally to me to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and he acknowledged subscribing his name thereto for the purposes therein expressed.

**WITNESS** my hand and official seal at Miami, Dade County, Florida, this 30<sup>th</sup> day of April, 1998.

  
NOTARY PUBLIC

My Commission Expires:

 Cira L. Blanco  
My Commission CC727604  
Expires March 24, 2002