M. JEAN RAWSON, P.A.

ATTORNEY AT LAW

M. JEAN RAWSON

CERTIFIED FAMILY LAW MEDIATOR

CERTIFIED COUNTY MEDIATOR

ALSO ADMITTED IN INDIANA

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OF COUNSEL:

HEATHER GILCHRIST-CAMPBELL

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Florida Department of Revenue Division of Corporation P.O. Box 6327 Tallahassee, Florida 32314 400002510114--4 -05/04/98--01113--015 ****122.50 ****122.50

Re: Incorporation of National Telecom Services, Inc.

Dear Clerk:

Enclosed you will find the Articles of Incorporation, DRA and a check to the Secretary of State in the amount of \$122.50. Enclosed is a stamped return envelope for the return of the Articles.

If you have any questions or concerns, please do not hesitate to contact me.

Sincerely,

Patricia C. Lewin

Paralegal to Heather Gilchrist-Campbell

enclosures

ARTICLES OF INCORPORATION OF NATIONAL TELECOM SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation, Michael D. Spear, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

ARTICLEI

CORPORATE NAME AND ADDRESS

The name of this Corporation is NATIONAL TELECOM SERVICES, INC., and the principal plants is 1511 Cranville Square, Ft. Myers, Florida 33942

ARTICLE II

DURATION

The Corporation shall have perpetual existence, commencing upon the filing of these articles of incorporation.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 7500 shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1511 Cranville Square, Ft. Myers Florida, 33942 and the name of the initial registered agent of the Corporation at that address is Michael D. Spear. The Directors of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

ARTICLE VI

DIRECTORS

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for the term provided in the By-Laws or until their successors have been duly elected and qualified.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The following shall constitute the initial Board of Directors of this Corporation:

Michael D. Spear, Donna M. Smith and T. Lee Spear

ARTICLE VIII

INCORPORATORS

The name and address of the person signing these Articles is:

NAME ADDRESS

Michael D. Spear 7767 Jewel Lane#102
Naples, Florida 34109

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this day of April, 1998.

MICHAEL D SPEAR

STATE OF FLORIDA COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Michael D. Spear, known to me and known by me to the person(s) who executed the foregoing Articles of Incorporation, and he acknowledge(d) before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24 day of April, 1998.

(SEAL)

P. C. LEWIN

MY COMMISSION # CC 698119

EXPIRES: November 23, 2001

Bonded Thru Notary Public Underwriters

Notary Public - State of Florida

(Print, Type or Stamped Commissioned Name of Notary Public)

Personally Known __ OR Produced Identification Type of Identification Produced _____ De___ Tlc INS

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That National Telecom Services, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the County Lee, State of Florida, has named Michael D. Spear, located at 1511 Cranville Square, Ft. Myers Florida 33942, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Michael D. Spear

SHORETARY OF STATE

D:\WP50\CORP\FORMS\DRA