

PA980000045127

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

FILED

98 MAY 19 PM 2:30

WALK IN

PICK UP 5/18/98 3:00 MT (5)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFIED COPY

CUS

X PHOTO COPY

X FILING Articles

1.) InCall Cellular, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

800002528038--1

-05/19/98-01002-011
*****70.00 *****70.00

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

6.)
(CORPORATE NAME & DOCUMENT #)

7.)
(CORPORATE NAME & DOCUMENT #)

8.)
(CORPORATE NAME & DOCUMENT #)

9.)
(CORPORATE NAME & DOCUMENT #)

10.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
98 MAY 19 PM 2:30 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

WAF 11351
(5)
P. Hall
MAY 19 1998

"When you need ACCESS to the world"

CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 19, 1998

CORPORATE ACCESS, INC.
1116-D THOMASVILLE RD
TALLAHASSEE, FL 32303

SUBJECT: INCALL CELLULAR, INC.
Ref. Number: W98000011351

We have received your document for INCALL CELLULAR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please state the name and capacity of the person signing on behalf of the registered agent beneath the signature.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 998A00027815

Corrected
Thanks Linda

RECEIVED
MAY 19 PM 1:45
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

INCALL Cellular, Inc.

FILED

98 MAY 19 PM 2:31

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

CORPORATE NAME

The name of the corporation shall be: INCALL Cellular, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 10100 West Sample Road, Suite 400, Coral Springs, Florida 33065.

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time are:
1,000 with No par value.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Corporate Access, Inc. and the mailing address of its initial agent is 1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303.

ARTICLE V

INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
Elizabeth Shewell, 701 Renner Road, Wilmington, Delaware 19810.

ARTICLE VI

DURATION

The duration of the corporation shall be perpetual.

ARTICLE VII


BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one (1).

The name and address of the person who is to serve as member of the initial board of directors of the corporation is as follows:

Thomas L. Arnold, 10100 West Sample Road, Suite 400, Coral Springs, Florida 33065

The undersigned incorporator has executed these Articles of Incorporation this thirteenth day of May 1998.


Elizabeth Shewell, President
Corporate Consulting Ltd.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

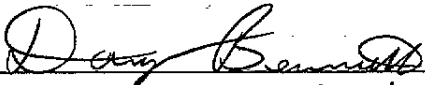
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: INCALL Cellular, Inc.
2. The name and address of the registered agent and office is:

Corporate Access, Inc., 1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32309

FILED
98 MAY 19 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent 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.


Danny Bennett - President

5/18/98
(Date)