

P980000 51798

Patrick Freeman
124 Olympus Dr
Ocoee, FL 34761
(407) 299 7804

June 4, 1998

Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

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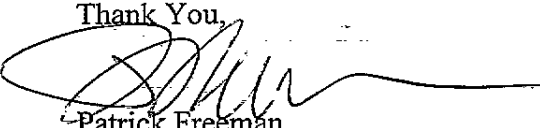
Re: Southern States Telephone, Inc.

Dear Division of Corporations:

Enclosed for filing please find the Articles of Incorporation for the above named corporation. Additionally enclosed is a check in the sum of \$122.50 representing the applicable filing fees and cost of a certified copy of the Articles.

If you have any questions, please feel free to contact me.

Thank You,


Patrick Freeman

APPROVED
AND
FILED
98 JUN -8 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUN 10 1998

ARTICLES OF INCORPORATION
OF
SOUTHERN STATES TELEPHONE, INC.

98 JUN - 8 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

SOUTHERN STATES TELEPHONE, INC.

Its business shall be carried out at Orange County, Florida, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows:

The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Section 607 et seq.

ARTICLE III

The maximum number of shares of stock the Corporation is authorized to have outstanding at any time shall be Five Hundred shares of Common Stock at One (\$1.00) Dollar par value. All the aforementioned stock is to be issued fully paid for and exempt from assessment. The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Incorporator or by the Board of Directors at a meeting called for such purpose.

ARTICLE IV

This Corporation shall begin business with a capital of Five Hundred (\$500.00) Dollars and the undersigned Incorporator does hereby state that there has already been paid into the Corporation on the behalf of the subscriber set forth herein, the sum of Five Hundred (\$500.00) Dollars.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The principal place of business of this Corporation shall be:

124 Olympus Dr, Ocoee, FL 34761

located in Orange County, Florida, and may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary and convenient.

ARTICLE VII

The business of this Corporation shall be conducted by a Board of two (2) Directors. The exact number of Directors to be fixed by the By-laws of this Corporation. Directors need not be stockholders.

ARTICLE VIII

The name and post office address of the Board of Directors of this Corporation, who shall hold office until the organizational meeting of this Corporation, and until their successors are elected and have qualified are:

Patrick Freeman, 124 Olympus Drive, Ocoee, Florida 34761
Joseph J. Kearney, 135 Forest Rd, Mountian Top, PA 18707.

The post office address of this Corporation is:

124 Olympus Drive, Ocoee, Florida 34761.

ARTICLE IX

The offices to be held by the above named Directors are as follows:

Patrick Freeman - President
Joseph J. Kearney - Secretary/Treasurer

The name and post office address of the subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which he agrees to take is as follows:

| NAME | ADDRESS | SHARES | VALUE |
|-------------------|---------------------------------------|--------|-------|
| Patrick Freeman | 124 Olympus Dr, Ocoee, FL 34761 | 250 | \$250 |
| Joesph J. Kearney | 135 Forest Rd, Mountian Top, PA 18707 | 250 | \$250 |

ARTICLE X

The name of the registered agent is:

Patrick Freeman, 124 Olympus Drive, Ocoee, Florida 34761.

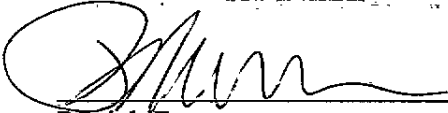
ARTICLE XI

The provisions of this Charter, and each and every article and section hereof, and the By-Laws of this Corporation shall be considered a part of every contract and the transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

ARTICLE XII

The commencement of corporate existence shall be upon filing the Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 4th day of June, 1998.

 (Seal)
Patrick Freeman

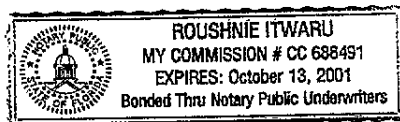
STATE OF FLORIDA)

) ss:

COUNTY OF ORANGE)

BEFORE ME, the undersigned authority, personally appeared Patrick Freeman, to me well known to be the person described in or who presented FL. DRIVERS LIC. as identification, and who executed and subscribed the foregoing Articles of Incorporation and he acknowledged before me, that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal in Orange County, Florida, this 4th day of June, 1998.



Roushnie Itwaru

Notary Public, State of Florida

My commission expires: 10-13-2001

My commission number: CC 688491

SOUTHERN STATES TELEPHONE, INC.

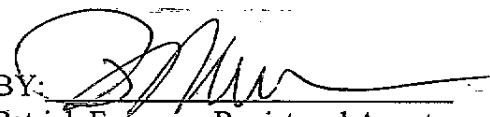
CERTIFICATE DESIGNATING REGISTERED AGENT

UPON WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said Act.

First, that Southern States Telephone, Inc., a Florida corporation qualified to do business under the laws of this State, with its principal offices in Orange County, Florida, has appointed Patrick Freeman, 124 Olympus Drive, Ocoee, FL 34761, as its agent to accept service of process within this State.

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

BY: 
Patrick Freeman, Registered Agent

APPROVED
AND
FILED
98 JUN -8 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA