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June 24, 1998

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-07/07/98--01106--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Phone One, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and check in the amount of \$70.00.

Thank you for your assistance.

Respectfully yours,

*Jim Konides/Kd*

Jim Konides

FILED  
98 JUL -7 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

m 7/9/98

**ARTICLES OF INCORPORATION**

**of**

**PHONE ONE, INC.**

**FILED**

**98 JUL -7 AM 8:48**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

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

**ARTICLE I NAME**

The name of the corporation shall be:

**Phone One, Inc.**

**ARTICLE II PRINCIPAL OFFICE**

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

**1601 West Marion Avenue, Suite 203-B  
Punta Gorda, FL 33950**

### **ARTICLE III CAPITAL STOCK**

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

**Ten Million (10,000,000) shares common stock**

### **ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

**Frank A. Lukasik  
1601 West Marion Avenue, Suite 203-B  
Punta Gorda, FL 33950**

### **ARTICLE V INCORPORATOR**

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

**Orren M. Hall  
1601 West Marion Avenue, Suite 203-B  
Punta Gorda, FL 33950**


**ARTICLE VI INITIAL DIRECTORS**

The Board of Directors of the Corporation shall initially consist of two persons. The number of Directors may at any time be increased or decreased (not less than one) by action of either the shareholders or the Board of Directors. The initial Directors of the Corporation shall be:

**Orren M. Hall  
1601 West Marion Avenue, Suite 203-B  
Punta Gorda, FL 33950**

**Frank A. Lukasik  
1601 West Marion Avenue, Suite 203-B  
Punta Gorda, FL 33950**

The undersigned has executed these Articles of Incorporation this 27 day of June, 1998.

  
\_\_\_\_\_  
Orren M. Hall, Incorporator

**CERTIFICATE OF DESIGNATION**  
**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.

The name of the corporation is Phone One, Inc.

The name and address of the registered agent is:

**Frank A. Lukasik**  
**1601 West Marion Avenue, Suite 203-B**  
**Punta Gorda, FL 33950**

**FILED**  
**98 JUL -7 AM 8:48**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Signature: *Orren M. Hall*  
Orren M. Hall, Incorporator

Date: June 27, 1998

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: *Frank A. Lukasik*  
Frank A. Lukasik, Registered Agent

Date: June 29, 1998