



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 073266 118517A

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 78.75

ORDER DATE : December 21, 1998

ORDER TIME : 11:35 AM

ORDER NO. : 073266-005

000002717330--1

CUSTOMER NO: 118517A

CUSTOMER: Ms. Christy Young,
FULLER HOLSONBACK & BIVINS
FULLER HOLSONBACK & BIVINS
Suite 2650
100 N. Tampa Street
Tampa, FL 33602

RECEIVED

98 DEC 21 PM 12:11

PAID TO THE STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: IMS TELECOM CONSULTING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

g 12/22/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 10:03

ARTICLES OF INCORPORATION

OF

IMS TELECOM CONSULTING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 10:03

The undersigned, acting as the incorporator of IMS Telecom Consulting, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

IMS Telecom Consulting, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

1022 Sonata Lane
Apollo Beach, Florida 33572

ARTICLE III. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1,000 shares of common stock, having a par value of \$.10 per share.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
William H. Smith	1022 Sonata Lane Apollo Beach, Florida 33572
Louise C. Smith	1022 Sonata Lane Apollo Beach, Florida 33572

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1022 Sonata Lane, Apollo Beach, Florida 33572, and

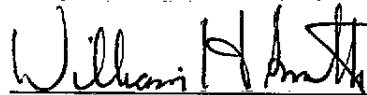
the name of the corporation's initial registered agent at that address is William H. Smith.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

William H. Smith
1022 Sonata Lane
Apollo Beach, Florida 33572

EXECUTION DATE: 16 DECEMBER, 1998



William H. Smith
as incorporator

lr\smith\articles.001

IMS TELECOM CONSULTING, INC.

ACCEPTANCE OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

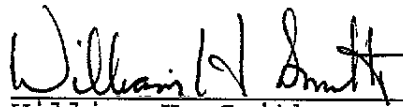
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Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That IMS Telecom Consulting, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 1022 Sonata Lane, Apollo Beach, Florida 33572, has named William H. Smith as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for IMS Telecom Consulting, Inc., at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

EXECUTION DATE: 16 DECEMBER, 1998



William H. Smith