

P990000002649

December 23, 1998

FEDEX DELIVERY

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

(850) 487-6052

300002725983-4
-12/30/98-01037-002
*****87.50 *****87.50

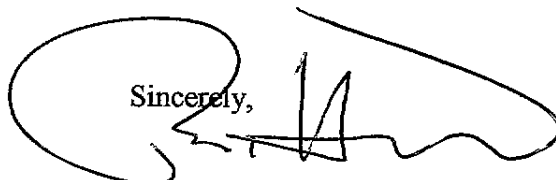
Subject: Incorporation of Signal Management Group, Inc.

EFFECTIVE FILE DATE IS JANUARY 1, 1999

Enclosed are an original and two (2) copies of the articles of incorporation for the above referenced corporation, and a check in the total amount of \$87.50 for the following fees:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy (optional) \$ 8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50).	\$ 8.75
Certificate of Status (optional)	\$ 8.75
TOTAL	\$87.50

Sincerely,



Paul G. Hubert
8640 Phillips Highway, Suite 10
Jacksonville, FL 32256
(904) 730-6000

EFFECTIVE DATE

1-1-99

Enclosures

FILED
98 DEC 30 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BC 1/11/99

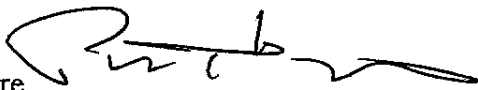
**AFFIDAVIT
OF
INTENTION TO NOT REVOKE THE DISSOLUTION
OF
PRIORITY PAGING, INC.**

I, Paul G. Hubert, President of Signal Management Group, Inc., a Florida corporation, the undersigned, being first sworn, on oath state:

1. This affidavit is furnished pursuant to section 607.1403, Florida Statutes, and the Articles of Dissolution of Signal Management Group, Inc., signed December 23, 1998, and effective December 31, 1998.
2. This affidavit is furnished to permit the Articles of Incorporation of a new Signal Management Group, Inc., as a new corporation, separate and distinct from the existing Signal Management Group, Inc., after December 31, 1998.
3. I hereby declare that it is my intention to not revoke the dissolution of Signal Management Group, Inc. at any time.

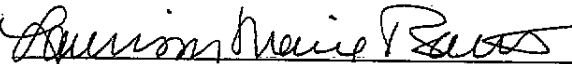
Signed under seal this 28th day of December, 1998.

Signature



Paul G. Hubert, President, Treasurer, Director
Signal Management Group, Inc.

Sworn to and Subscribed Before Me this
28th day of December, 1998.



NOTARY PUBLIC

My Commission Expires:



Laurissa Marie Bartle
My Commission CC688651
Expires August 03, 2001

FILED
98 DEC 30 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
Of**

Signal Management Group, Inc.

EFFECTIVE DATE

1-1-99

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation, with effective date of January 1, 1999.

ARTICLE I - NAME

The name of the corporation shall be: Signal Management Group, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 8640 Phillips Highway, Suite 10, Jacksonville, Florida 32256, or such other address as the Board of Directors may designate.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 2,000 shares of common stock at the par value of fifty cents (\$0.50) each.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: Paul G. Hubert, 8640 Phillips Highway, Suite 10, Jacksonville, Florida 32256.

ARTICLE V - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are: Paul G. Hubert, 8640 Phillips Highway, Suite 10, Jacksonville, Florida 32256.

ARTICLE VI - INITIAL DIRECTORS

The names and street addresses of the initial directors of corporation are:

Paul G. Hubert
President

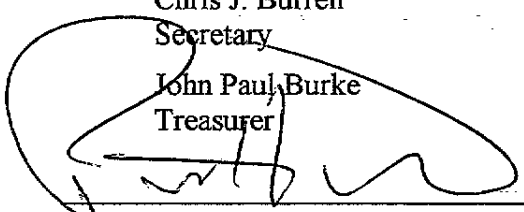
8640 Phillips Highway, Suite 10
Jacksonville, Florida 32256

Chris J. Burrell
Secretary

8640 Phillips Highway, Suite 10
Jacksonville, Florida 32256

John Paul Burke
Treasurer

8640 Phillips Highway, Suite 10
Jacksonville, Florida 32256

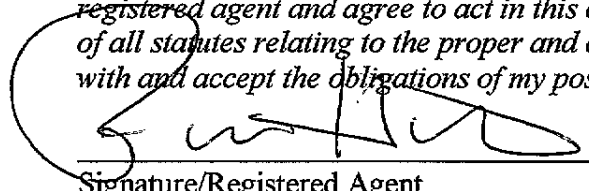


Signature/Incorporator

December 23, 1998

Date

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/Registered Agent

December 23, 1998

Date