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**CHARLES PERRY, ATTORNEY**  
1100 Cleveland Street, Suite 900  
Clearwater, FL 34615  
(813) 442-9330 Fax: 461-1872

February 3, 1999

Secretary of State  
Division of Corporations  
New Filings  
PO Box 6327  
Tallahassee, FL 32314

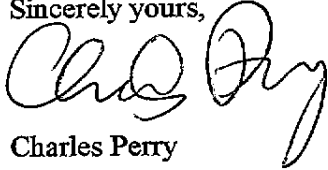
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SOUTHERN CELLULAR & PAGING, INC

Dear Sir:

Enclosed please find the original and one copy of the articles of incorporation. I need a certificate of status for the company and the stamped copies returned. Thank you. A check for \$78.50 is enclosed.

Sincerely yours,

  
Charles Perry

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ARTICLES OF INCORPORATION  
OF  
SOUTHERN CELLULAR & PAGING, INC..

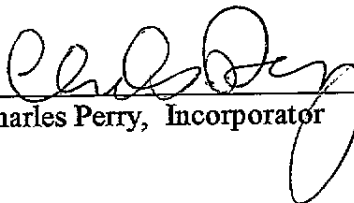
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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

1. The name of the corporation is SOUTHERN CELLULAR & PAGING, INC..
2. The period of its duration is perpetual.
3. The purpose of the corporation is to engage in any businesses or activities which are permitted under the laws of the United States and the State of Florida. All business conducted from the beginning of the year is confirmed and ratified.
4. The corporation shall have authority to issue 10,000 shares of one dollar par value common stock.
5. The address of the corporation's initial registered office is 1100 Cleveland Street, Clearwater, FL 33755. The name of the registered agent at such address is Charles Perry.
6. The principal office of the corporation is located at 5489 66th Street, Pinellas Park, FL 33709.
7. The number of directors constituting the initial Board of Directors is one, whose name and address is Frank Lestoric, 5489 66th Street, Pinellas Park, FL 33709.
8. The name and address of the incorporator is Frank Lestoric, 5489 66th Street, Pinellas Park, FL 33709.
9. The Board of Directors shall have authority to adopt a seal and stock certificates for the use of the corporation.

10. The corporation shall indemnify each director to the fullest extent permitted by law.

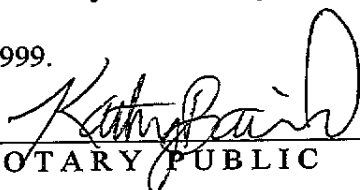
11. Corporate existence shall begin on filing.

  
\_\_\_\_\_  
Charles Perry, Incorporator

STATE OF FLORIDA       )  
                                  ) S.S.  
COUNTY OF PINELLAS   )

Before me, the undersigned authority, personally appeared Charles Perry, well known to me to be the person described in and who subscribed the forgoing Articles of Incorporation and did freely and voluntarily acknowledge before me, according to law, that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Clearwater, in the county and state aforesaid on January 30, 1999.

  
\_\_\_\_\_  
NOTARY PUBLIC

My commission expires: \_\_\_\_\_

Personally Known ☒ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

KATHY BAIRD  
Notary Public, State of Florida  
My Commission Expires, Jan. 11, 2002  
Comm. No. CC707345

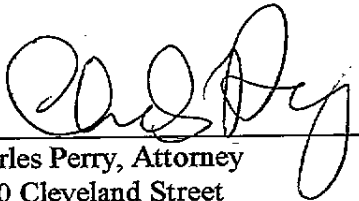
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

In compliance with Section, 48.901, Florida Statutes, the following is submitted:

1. SOUTHERN CELLULAR & PAGING, INC.. has named Charles Perry as its agent to accept service of process within Florida. The designation is contained in the Articles of Incorporation of such corporation.

2. Having been so named to accept service of process for the above corporation, at the place designated in this certificated, I hereby agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

DATED at Clearwater, Florida on January 30, 1999..



Charles Perry, Attorney  
1100 Cleveland Street  
Suite 900  
Clearwater, FL 34615  
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(813) 442-9330

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