

P99000032237



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 186991 7180752

AUTHORIZATION :

COST LIMIT :

*Patricia Puyat*

ORDER DATE : March 29, 1999

ORDER TIME : 10:24 AM

ORDER NO. : 186991-005

000002825370--6

CUSTOMER NO: 7180752

CUSTOMER: Mr. Carton M. Nelson  
MR. CARLTON M. NELSON  
MR. CARLTON M. NELSON  
5205 Eagle Cay Manor

Pompano Beach, FL 33073

DOMESTIC FILING

NAME: ~~MADISON ONE, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

2544  
W99-7769

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 31 PM 2:33

RECEIVED  
99 MAR 31 AM 11:32  
4/8/99



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 MAR 31 PM 2:33

March 31, 1999

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: MADISON ONE, INC.  
Ref. Number: W99000007769

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for MADISON ONE, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 199A00016389

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 MAR 31 PM 2:33

ARTICLES OF INCORPORATION  
OF

MADISON RIVER CORPORATION

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MADISON RIVER CORPORATION

The address of the principal office of this corporation shall be 5205 Eagle Cay Manor, Coconut Creek, Florida 33073, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Carlton M. Nelson  
Director

5205 Eagle Cay Manor  
Coconut Creek, Florida 33073

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

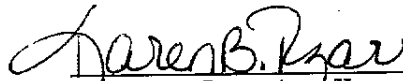
99 MAR 31 PM 2:33

ARTICLE VII. INCORPORATOR

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

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

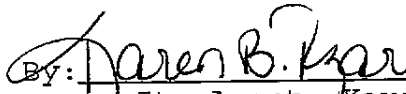
The undersigned incorporator has executed these  
Articles of Incorporation on March 31, 1999.



Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware  
corporation authorized to transact business in this  
State, having a business office identical with the  
registered office of the corporation named above, and  
having been designated as the Registered Agent in the  
above and foregoing Articles, is familiar with and  
accepts the obligations of the position of Registered  
Agent under Section 607.0505, Florida Statutes.

By: 

Its Agent, Karen B. Rozar

Authorized Service Representative  
Corporation Service Company

rwm