

P99000049039

Date May 19, 1999

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

500002887615--4  
-05/26/99--01096--012  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Gateway Access Systems, Inc.  
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

*Charles P. Toal Jr.*

Charles P. Toal Jr.  
(individual's name)

FILED  
99 MAY 26 AM 9:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Charles - GAVE

AUTHORIZATION BY PHONE TO

CORRECT R/A address

DATE 6/1/99

DOC. EXAM MM

Gateway Access Systems, Inc.  
(name of corporation)

MAILING ADDRESS OF CORPORATION		
Gateway Access Systems, Inc.		
191 Pleasant Wood Drive		
Wellington, Florida 33414		
PHONE		
(561 )	793-4870	
Area Code	Number	Ext.

*4PM 6/1/99*

**ARTICLES OF INCORPORATION**

of

Gateway Access Systems, Inc.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

**ARTICLE I - CORPORATE NAME**

The name of the corporation is:

Gateway Access Systems, Inc.

FILED  
99 MAY 26 AM 9:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS <u>191 Pleasant Wood Drive</u>		
CITY <u>Wellington</u>	FLORIDA	ZIP <u>33414</u>

Mailing address, if different

STREET ADDRESS		
<u>Same as Above</u>		
CITY	FLORIDA	ZIP

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME <u>Martin J. Feinen III</u>		
ADDRESS <u>145 Yacht Club Way # 308</u>		
CITY <u>Hypoluxo</u>	FLORIDA	ZIP <u>33462</u>

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

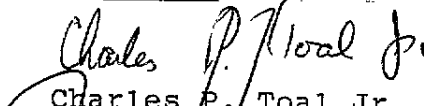
NAME	Charles P. Toal Jr.		
ADDRESS	191 Pleasant Wood Drive		
CITY	Wellington	STATE Florida	ZIP 33414
NAME	Martin J. Feinen III		
ADDRESS	145 Yacht Club Way # 308		
CITY	Hypoluxo	STATE Florida	ZIP 33462
NAME			
ADDRESS			
CITY		STATE	ZIP

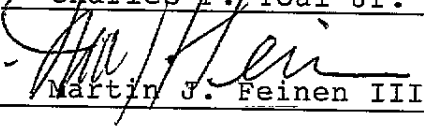
**ARTICLE VIII - INCORPORATORS**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Charles P. Toal Jr.		
ADDRESS	191 Pleasant Wood Drive		
CITY	Wellington	STATE Florida	ZIP 33414
NAME	Martin J. Feinen III		
ADDRESS	145 Yacht Club Way # 308		
CITY	Hypoluxo	STATE Florida	ZIP 33462
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 19th day of May, 1999.

  
 Charles P. Toal Jr. (Signature)

  
 Martin J. Feinen III (Signature)

\_\_\_\_\_ (Signature)

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE

FILED  
99 MAY 26 AM 9:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Gateway Access Systems, Inc.  
(name of corporation)

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

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 145 Yacht Club Way, # 308

Hypoluxo, Florida 33462

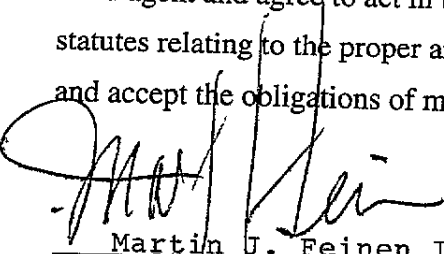
has named Martin J. Feinen III

located at the aforesaid address, as its registered agent to accept service of process within this

state. 145 Yacht Club Way # 308

Hypoluxo, Florida 33462

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.

  
Martin J. Feinen III  
(Signature)

May 19, 1999  
(Date)