

P99000052891

TRANSMITTAL LETTER

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

100002897631--3  
-06/08/99-01011-007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: FREE PHONES INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Inc. Plan (USA)  
Name (Printed or typed)

Trolley Square, Suite 26 C  
Address

Wilmington, DE 19806  
City, State & Zip

(800) 462-4633  
Daytime Telephone number

FILED  
99 JUN -8 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
**FREE PHONES INC.**

FILED  
99 JUN -8 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I

The name of the corporation shall be:

**FREE PHONES INC.**

The address of the principle office of this corporation shall be:

6219 Palma Del Mar Blvd., #208D  
Saint Petersburg, FL 33715

The corporation shall be the same.

ARTICLE II

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

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value.

ARTICLE IV

The street address of the initial registered office of the corporation shall be:

**6219 Palma Del Mar Blvd., #208D  
Saint Petersburg, FL 33715**

and the name of the initial registered agent of the corporation is

**Roger L. Daleiden**

ARTICLE V

The corporation is to exist perpetually.

ARTICLE VI

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

Mary McLimans  
INC. PLAN (USA)  
Trolley Square, Suite 26 C  
Wilmington, DE 19806

The undersigned has executed these articles of Incorporation this 4th day of June  
1999.

Mary McLimans  
INCORPORATOR

FILED  
99 JUN -8 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: FREE PHONES INC.

2. The name and address of the registered agent and office is:

Mr. Roger L. Daleiden

(Name)

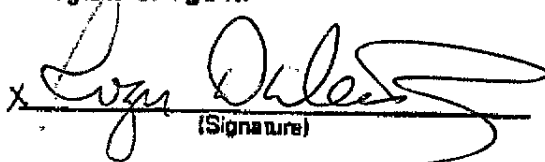
6219 Palma Del Mar Blvd., Ste. 208 D

(P.O. Box not acceptable)

Saint Petersburg, FL 33715

(City/State/Zip)

*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.*

x   
(Signature)

May 20, 1999