

980384-TC

DEPOSIT

DATE

ATTACHMENT B

D732

MAR 20 1998

FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

1. LEGAL NAME OF THE APPLICANT _____

Brett B. Kaye

2. NAME UNDER WHICH THE APPLICANT WILL DO BUSINESS _____

Call Central Inc.

3. ADDRESS OF THE APPLICANT(S)

STREET 5030 Champion Blvd Suite 6403

CITY Boca Raton

STATE & ZIP CODE FL 33496

4. TYPE OF ORGANIZATION (CHECK ONE)

A. INDIVIDUAL DOING BUSINESS UNDER HIS/HER OWN NAME: ()

DOCUMENTATION: No other documentation needed.

B. PARTNERSHIP: ()

DOCUMENTATION: Attach a copy of the partnership agreement, and a list with the name and address of all partners.

C. CORPORATION: (X)

DOCUMENTATION: Attach proof that articles of incorporation have been filed with the Florida Secretary of State's Office. If incorporated outside of Florida, attach proof from the Florida Secretary of State that applicant has authority to operate in Florida and provide name and address of Florida Registered Agent.

NAME Call Central

ADDRESS 5030 Champion Blvd. Suite 6403
Boca Raton FL 33496

FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

B. HAS APPLICATIONS PENDING TO BE CERTIFICATED AS A PAY TELEPHONE PROVIDER.

NONE

C. HAS BEEN DENIED AUTHORITY TO OPERATE AS A PAY TELEPHONE PROVIDER. EXPLAIN CIRCUMSTANCES.

NONE

D. HAS HAD REGULATORY PENALTIES IMPOSED FOR VIOLATIONS OF TELECOMMUNICATIONS STATUTES, EXPLAIN CIRCUMSTANCES.

NONE

9. PLEASE INDICATE IF ANY OFFICERS OF THE CORPORATION PARTNERSHIP OR INDIVIDUAL APPLICANT HAVE BEEN ADJUDGED BANKRUPT, MENTALLY INCOMPETENT, OR FOUND GUILTY OF ANY FELONY OR OF ANY CRIME, OR WHETHER SUCH ACTIONS MAY RESULT FROM PENDING PROCEEDINGS.

NONE

FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

10. PLEASE CHECK THE SERVICES THAT WILL BE PROVIDED

LOCAL	<input checked="" type="checkbox"/>
LONG DISTANCE	<input checked="" type="checkbox"/>
COIN	<input checked="" type="checkbox"/>
CALLING CARD	<input checked="" type="checkbox"/>
CREDIT CARD	<input checked="" type="checkbox"/>
OTHER, DESCRIBE	<input type="checkbox"/> _____

11. PROPOSED NUMBER OF PAY TELEPHONE INSTRUMENTS THE APPLICANT PLANS TO PLACE IN THE FIRST YEAR, 30

12. HOW DOES THE APPLICANT INTEND TO SERVICE AND MAINTAIN EACH PAYPHONE?

PERSONALLY	<input checked="" type="checkbox"/>
FULL-TIME TECHNICIAN	<input type="checkbox"/>
PART-TIME TECHNICIAN	<input type="checkbox"/>
SERVICE/REPAIR/MAINTENANCE CONTRACT	<input checked="" type="checkbox"/>
OTHER DESCRIBE	<input type="checkbox"/>

13. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL PROVIDE ACCESS TO ALL LOCALLY AVAILABLE LONG DISTANCE CARRIERS VIA IOXXX+0, 950-XXXX, AND 1-800? (See Rule 25-24.515(6), F.A.C.)

yes

I, THE UNDERSIGNED OWNER OR OFFICER OF THE ABOVE NAMED ENTITY, HAVE READ THE FOREGOING AND DECLARE THAT TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE INFORMATION IS A TRUE AND CORRECT STATEMENT, I AM AWARE THAT PURSUANT TO S. 837.06, FLORIDA STATUTE, WHOEVER KNOWINGLY MAKES A FALSE STATEMENT IN WRITING WITH THE INTENT TO MISLEAD A PUBLIC SERVANT IN THE PERFORMANCE OF HIS OFFICIAL DUTY SHALL BE GUILTY OF A MISDEMEANOR OF THE SECOND DEGREE. I WILL COMPLY WITH ALL CURRENT AND FUTURE COMMISSION REQUIREMENTS REGARDING THE PAY TELEPHONE SERVICE. I UNDERSTAND THAT A NON-REFUNDABLE APPLICATION FEE OF \$100 MUST ACCOMPANY THE APPLICATION, ALSO I UNDERSTAND THAT I AM REQUIRED TO PAY A REGULATORY ASSESSMENT FEE (MINIMUM \$50.00 PER CALENDAR YEAR), FILE AN ANNUAL PAY TELEPHONE SERVICE REPORT, AND PAY GROSS RECEIPTS TAX. FURTHERMORE I AGREE TO KEEP THE COMMISSION ADVISED OF ANY CHANGES IN THE NAMES OR ADDRESSES LISTED ABOVE WITHIN TEN (10) DAYS OF THE CHANGE.



(SIGNATURE OF OWNER/CHIEF OFFICER OF APPLICANT)

DATE: 3/2/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 15, 1997

CALL CENTRAL
5030 CHAMPION BLVD.
STE 6403
BOCA RATON, FL 33496

The Articles of Incorporation for CALL CENTRAL, INCORPORATED were filed on January 9, 1997 and assigned document number P97000004135. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Terri Buckley, Corporate Specialist
New Filings Section

Letter Number: 397A00002057

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of CALL CENTRAL, INCORPORATED, a Florida corporation, filed on January 9, 1997, as shown by the records of this office.

The document number of this corporation is P97000004135.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Fifteenth day of January, 1997



CR2EO22 (2-95)



Sandra B. Northam
Secretary of State

**ARTICLES OF INCORPORATION
OF
CALL CENTRAL, INCORPORATED**

FILED
97 JAN - 9 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**I
NAME**

The name of the corporation is: Call Central Incorporated.

**II
CAPITALIZATION**

**II
CAPITALIZATION**

The corporation has authority to issue ten thousand (10,000) shares of capital stock, all at a par value of ten cents (\$.10) per share. One thousand shares shall be issued as follows: One Thousand shares to Brett Randall Kaye. Such shares have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

**III
REGISTERED AGENT AND OFFICE**

The initial registered office of the corporation is 5346 Tennis Lane, Delray Beach, FL 33484. The initial registered agent of the corporation is Brett Randall Kaye.

**IV.
INCORPORATORS**

The name and address of the incorporator is:

Brett Randall Kaye
5346 Tennis Lane
Delray Beach, FL 33484

IX.

NON-UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS

Any action which may be taken at a meeting of the shareholders may be taken without a meeting if written consent, setting forth the actions so taken, shall be signed by those shareholders entitled to vote with respect to the subject matter thereof having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted.

X.

PREEMPTIVE RIGHTS

The holders of shares shall be entitled as a matter of right to acquire proportional amounts of unissued or treasury shares, if any, of the corporation, or any securities convertible into or carrying a right to subscribe for or acquire any such shares, in accordance with the terms and conditions of the Model Business Corporation Code

XI.

FIRST RIGHT OF REFUSAL

The Corporation, consisting of all non-transferring shareholders, shall have the Right of First Refusal to purchase all shares of the person desiring to transfer shares, at the price offered by the third party purchaser. Any share transfer occurring in breach of this section shall be invalid as to the transferor and transferee.

XII.

COMPULSORY PURCHASE OF SHARES

Upon the death of any shareholder, the Corporation may purchase the shares of the deceased shareholder. The executor or administrator of the estate of the deceased shareholder may require the corporation to purchase or cause to be purchased all of the decedent's shares or to be dissolved.

CONSENT TO APPOINTMENT AS REGISTERED AGENT

To: Secretary of State
Corporations Division
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

FILED
JAN -9 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, **BRETT RANDALL KAYE**, do hereby consent to serve as registered agent for the corporation: Call Central, Inc.

This 27th day of December, 1996.



Brett Randall Kaye
5346 Tennis Lane
Delray Beach, FL 33484
(407) 499-7522