

DEPOSIT
D056

DATE
JAN 06 1999

99 JAN -5 PM 12 17
MAIL ROOM

APPLICATION

AUSTRALIA ENTERPRISES, INC.

Name under which applicant will do business (optional name)

SAME AS ABOVE

Business mailing address including street name & number, post office, city, state, zip code

POB 9414
PENSACOLA, FL 32513-9414

Home address (including street name & number, post office, city, state, zip code)

1320 N. 9th AVE.
PENSACOLA, FL. 32503

Individual

Small Partnership

Other

If incorporated in Florida, provide proof of sufficient

Florida Secretary of State Corporate registration

994000045928

DOCUMENT NUMBER-DATE

00229 JAN-68

FPSC-RECORDS/REPORTING

APPENDIX

Company fictitious name d/b/a

Company Number (FSC or FSI) to operate

Florida Fictitious Name registration no. (FNF)

Company Number of applicant **N/A**

Company name, provide

Name

Title

Address

City/State/Zip

Telephone No.

Internet E-Mail Address

Company Website Address

If a partnership, provide name, the principal, and the address of the partnership.

Name

Address

City/State/Zip

Telephone No.

Fax No.

Internet E-Mail Address:

Internet Website Address:

Name:

Title:

Address:

City/State/Zip:

Telephone No.:

Fax No.:

Internet E-Mail Address:

Internet Website Address:

II.

Name: LEAH NALTY

Title: SECRETARY

Address: POB 9414

City/State/Zip: PENSACOLA

Telephone No: 850-429-0855

850-470-0187

Internet E-Mail Address: N/A

Internet Website Address: N/A

Official Point of Contact for the [unclear] [unclear]

Name: JOHN GRALLS JR.

APPLICATION

Title: PRES.

Address: POB 9414

City/State/Zip: PENSACOLA, FL 32513-9414

Telephone No. 850-429-0855 Fax No. 850-470-0187

Internet E-Mail Address: N/A

Internet Website Address: N/A

Competing Interests (if any):

Name: LEAH NALTY

Title: SEC.

Address: POB 9414

City/State/Zip: PENSACOLA, FL. 32513-9414

Telephone No. 850-429-0855 Fax No. 850-470-0187

Internet E-Mail Address: N/A

Internet Website Address: N/A

I hereby certify that I am not an applicant of any subsidiary of any company that is or has been a party to a bankruptcy proceeding or a party to any other proceeding of which such actions may be taken against it.

N/A

3. Has the applicant or any subsidiary, partner, officer, director, or shareholder ever been granted or denied a pay telephone certificate in the New York Telephone Company and canceled pay telephone certificate issued by the New York Telephone Company? If so, give the certificate number and certificate number.

yes - Certificate number FPSC 3732
cancelled by order PSC 96 00 46 FOF TC
Company has rectified conditions of order as of
1-04-99

4. Is the applicant or any subsidiary, partner, officer, director, or shareholder a member, partner, or officer in any of the "foreign certificate" companies listed in the Appendix to this form? If so, give the name of company and relations.

NO

5. List other states in which the applicant or any subsidiary, partner, officer, director, or shareholder is providing pay telephone service.

NONE

6. Has applications pending to provide pay telephone service in any other state?

NONE

** APPLICANT FEE/TAX STATEMENT **

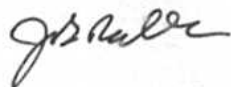
REGULATORY ASSESSMENT FEE: I understand that a regulatory assessment fee of \$1000.00 is required for each day a regulatory assessment fee is levied on the applicant for the purpose of covering the cost of the regulatory assessment fee. I understand that the regulatory assessment fee is levied on the applicant for each day that the applicant is in violation of the regulatory assessment fee. I understand that the regulatory assessment fee is levied on the applicant for each day that the applicant is in violation of the regulatory assessment fee.

GROSS RECEIPTS TAX: I understand that a gross receipts tax of two and one-half percent (2.5%) is levied on the gross receipts of the applicant for each day that the applicant is in violation of the gross receipts tax.

SALES TAX: I understand that a seven percent (7%) sales tax is levied on the sales of the applicant for each day that the applicant is in violation of the sales tax.

APPLICATION FEE: I understand that an application fee of \$100.00 is levied on the applicant for each day that the applicant is in violation of the application fee.

BY OFFICIAL



PRES.

1-4-99

850-429-0855

1320 N. 9th AVE.
PENSACOLA, FL. 32503

850-470-0187

REGULATORY ASSESSMENT FEE/TAX STATEMENT

REGULATORY ASSESSMENT FEE/TAX STATEMENT

APPLICANT ACKNOWLEDGMENT

AUSTRALIA ENTERPRISES
JOHN RALLS - PRES.

I acknowledge receipt and understanding of the terms and conditions of the application and the requirements relating to my provision of Fax Telex service.



1-4-99

JOHN G. RALLS JR.

PRES.

1320 N. 9th AVE.
PENSACOLA, FL. 32503

850 - 429 - 0855

850 - 470 - 0187

THIS ACKNOWLEDGMENT FORM MUST BE COMPLETED AND RETURNED WITH THE APPLICATION BEFORE THE CERTIFICATION PROCESS BEGINS. FAILURE TO DO SO WILL RESULT IN A DELAY OF THE CERTIFICATION PROCESS.

AFFIDAVIT

I, the undersigned, do hereby declare that, to the best of my knowledge and belief, and that I have the authority to sign, I agree to comply, now and hereafter, with all current and future Commission rules...

I understand that I am required to pay a registration fee (minimum of \$50.00 per calendar year) and to file a report, and pay gross compensation to the Commission advised of any change...

I am aware that pursuant to Chapter 285, Florida Statutes, "Whoever knowingly makes a false statement with intent to mislead a public servant in the performance of his or her official duty is guilty of a misdemeanor of the second degree..."

John G. Ralls Jr.

JOHN G. RALLS JR.

1-4-99

PRES.

850-470-0187

1320 N. 9th AVE.
PENSACOLA, FL. 32503



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

June 20, 1994

KARL BOYLES, JR.
P.O. BOX 13464
PENSACOLA, FL 32591-3464

The Articles of Incorporation for AUSTRALIA ENTERPRISES, INC. were filed on June 14, 1994, effective June 15, 1994, and assigned document number P94000045928. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date year. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

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

Nancy Hendricks
Corporate Specialist
New Filings Section
Division of Corporations

Letter Number: 494A00028835

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of AUSTRALIA ENTERPRISES, INC., a Florida corporation, filed on June 14, 1994 effective June 15, 1994, as shown by the records of this office.

The document number of this corporation is P94000045928.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twentieth day of June, 1994



CR2EO22 (2-91)

Jim Smith

Jim Smith
Secretary of State

EFFECTIVE DATE

JUN 15 1994

**ARTICLES OF INCORPORATION
OF
AUSTRALIA ENTERPRISES, INC.**

FILED

1994 JUN 14 PM 4:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation is: AUSTRALIA ENTERPRISES, INC. The principal mailing address of the corporation is 641 Bayou Blvd., Pensacola, Florida 32503.

ARTICLE II: NATURE OF BUSINESS

This corporation is organized for the purpose of transacting all lawful business for which corporations may be incorporated under the Florida General Corporation Act, effective January 1, 1976. The business to be transacted shall include, but not be limited to the listing and selling of real property, and the corporation shall be empowered to purchase, or otherwise acquire and to own, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.

ARTICLE III: CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV: TERM OF EXISTENCE

This corporation shall have perpetual existence and its

existence shall commence upon the date of execution or within five (5) days of receipt of documents by the Secretary of State, whichever is later, and acknowledgment of these articles.

ARTICLE V: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 641 Bayou Blvd., Pensacola, Florida 32503, and the name of the initial registered agent of this corporation at that address is JOHN GREEL RALLS, JR.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

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

John Greel Ralls, Jr.
641 Bayou Blvd.
Pensacola, Florida 32503

ARTICLE VIII: INCORPORATORS

The name and address of the Incorporator signing these Articles of Incorporation is:

Karl W. Boyles, Jr.
127 S. Palafox Place
Pensacola, Florida 32501

ARTICLE IX: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X: TRANSFER OF STOCK

No stockholder, the executor or administrator of any deceased stockholders shall transfer stock in this company without first notifying the company of the name of the proposed transferee and obtaining the consent of the Board of Directors for said transfer. The Board shall have the right to refuse to make sure transfer under limitations and provisions of the corporate By-Laws. Furthermore, the stockholders of this corporation may include in any agreement between themselves any limitations upon the transferability, pledge or assignment of the corporate stock, as well as to confer upon the stockholders pre-emptive rights of purchase as conditions precedent to the sale of stock.

ARTICLE XI: CORPORATE STOCK LIEN

This corporation shall have a first and prior lien upon any and all of its outstanding shares of capital stock and upon dividends earned thereon for any indebtedness owing by the owner of any of said stock to the corporation. The said lien shall cover any indebtedness whether due or to become due; whether now existing or which may hereafter be created; whether contingent or fixed; and whether primary or secondary.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, on this 13th day of June, 1994.

Karl W. Boyles, Jr.
KARL W. BOYLES, JR.
Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE me, a Notary Public, authorized to take acknowledgments in the state and county set forth above, personally appeared KARL W. BOYLES, JR., personally known to me, who did not take an oath, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 13th day of June, 1994.

Debra M. Turi
NOTARY PUBLIC
Printed Name: Debra M. Turi
NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Sept. 23, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.
My commission expires: 9/23/95
My commission number: CC133983

(SEAL)

EFFECTIVE DATE

JUN 15 1994

REGISTERED AGENT'S CERTIFICATE

FILED

1994 JUN 14 PM 4:32


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said act:

FIRST, THAT AUSTRALIA ENTERPRISES, INC. desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in Escambia County, Florida, has named JOHN GREEL RALLS, JR. as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

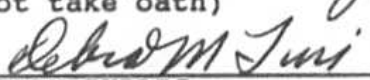
Having been named to accept service of process for the above stated corporation at 641 Bayou Blvd., Pensacola, Florida 32503. the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Registered Agent

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 13th day of June, 1994. (Personally known to me/did not take oath)


NOTARY PUBLIC

Printed Name: Debra M. Turi

NOTARY PUBLIC, STATE OF FLORIDA.

MY COMMISSION EXPIRES: Sept. 23, 1995.

BONDED THRU NOTARY PUBLIC UNDERWRITERS.

My Commission Expires: 9/23/95

My Commission No.: CC133983

(SEAL)

TO: FLORIDA PUBLIC SERVICE COMMISSION
DIVISION OF RECORDS AND REPORTING

FROM: JOHN RALLS - PRES. OF AUSTRALIA ENTERPRISES
PAY TELEPHONE CERTIFICATE NO. 3732

ENCLOSED IS A CHECK IN THE AMOUNT OF \$465.00 TO COVER ANY PAST DUE FINES, FEES, PENALTIES AND INTEREST AS CALCULATED BY RAY E. KENNEDY OF THE CERTIFICATION AND COMPLIANCE SECTION. THIS SHOULD SATISFY ANY REQUIREMENTS OF COMMISSION ORDER NO. PSC-96-0046-FOF-TC.

DUE TO THE FACT THAT CERTIFICATE NO. 3732 WAS CANCELED; A NEW APPLICATION WILL FOLLOW ALONG WITH THE \$100.00 APPLICATION FEE. I WOULD GREATLY APPRECIATE YOUR ASSISTANCE IN HELPING US CLEAR UP THIS MISCOMMUNICATION AND THE RESULTING CANCELLATION OF OUR CERTIFICATE.

SINCERELY,



JOHN G. RALLS JR.

FOOT CLINIC OF NORTHWEST FL. & SOUTH AL.
JOHN G. RALLS, JR. DPM PA
4828 N Davis Hwy
P O Box 9414, Ph 904-479-7665
Pensacola, FL 32513

5425

63-1011/632

DATE 1-4-99

PAY
TO THE
ORDER OF

FL. Public Service Commission

\$ 465.00

Four hundred & sixty five dollars & no cents

DOLLARS



AM SOUTH BANK

THE RELATIONSHIP PEOPLE

P S

FOR fees, penalties & int. for acct. # 3732

DEPOSIT
D056

DATE
JAN 06 1999

JAN -5 PM 12:17
MAIL ROOM

19

APPLICATION

- Name of company: AUSTRALIA ENTERPRISES, INC.
- Name under which applicant will do business (fictitious name, etc.):
SAME AS ABOVE
- Official mailing address (including street name & number, post office box, city, state, and zip code):
P.O.B 9414
PENSACOLA, FL 32513-9414
- Florida address (including street name & number, post office box, city, state, and zip code):
1320 N. 9th AVE.
PENSACOLA, FL. 32503
- Structure of organization:

DOCUMENT NUMBER - DATE

00229 JAN-68

FPS-RECORDS/DEPT...

FOOT CLINIC OF NORTHWEST FL. & SOUTH AL.
JOHN G. RALLS, JR. DPM PA
4828 N Davis Hwy
P O Box 9414, Ph 904-479-7665
Pensacola, Fl 32513

5426

03-1011/032

DATE 1-4-99

PAY TO THE ORDER OF Fl. Public Service Commission

\$ 100.00

One hundred dollars & no cents

DOLLARS

AM SOUTH BANK
THE RELATIONSHIP PEOPLE

P S

FOR application fee