

FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

1. LEGAL NAME OF THE APPLICANT DEPOSIT TREAS. REC. DATE
TEL STAR TECHNOLOGIES, INC. D386 00000000 OCT 17 '96

2. NAME UNDER WHICH THE APPLICANT WILL DO BUSINESS
TEL STAR TECHNOLOGIES, INC. 961251-TC

3. ADDRESS OF THE APPLICANT(S)
 STREET 273 GOOLSBY BLVD
 CITY DEERFIELD BEACH, FL
 STATE & ZIP FLORIDA 33442

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:

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 VINCENT VERNACE
 ADDRESS 600 SW 8th STREET
MIAMI, FL 33130

D. DOING BUSINESS UNDER A FICTITIOUS NAME:

DOCUMENTATION: Attach proof that fictitious name has been registered with the Florida Secretary of States Office.

DOCUMENT NUMBER-DATE
 11091-OCT 17 96
 FPSC-RECORDS/REPORTING

5. PROVIDE NAME, TITLE, AND TELEPHONE NUMBER OF THE INDIVIDUAL WHO IS RESPONSIBLE FOR COMMISSION CONTACTS:

NAME: FRANK PAGLIANTTI

TITLE: PRESIDENT

PHONE: 954-574-0061

6. HAS APPLICANT OR ANY SUBSIDIARY, PARTNER, OFFICER, DIRECTOR, ETC., OR IN THE CASE OF A CLOSELY HELD CORPORATION ANY SHAREHOLDER OF THE APPLICANT EVER BEEN GRANTED OR DENIED A PAY TELEPHONE CERTIFICATE IN THE STATE OF FLORIDA? THIS INCLUDES ACTIVE AND CANCELLED PAY TELEPHONE CERTIFICATES.

YES

7. IF THE ANSWER TO QUESTION 6 IS YES, PLEASE EXPLAIN AND LIST THE CERTIFICATE HOLDER AND CERTIFICATE NUMBER.

NUTREND COMMUNICATIONS #4267

50% INTEREST IN NUTREND COMMUNICATIONS

8. LIST THE STATES IN WHICH THE APPLICANT:

A. IS CURRENTLY PROVIDING PAY TELEPHONE SERVICE

FLORIDA

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

NO

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

NO

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

14. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL CONFORM TO SUBSECTIONS 4.29.2 - 4.29.4 and 4.29.7 - 4.29.8 OF THE AMERICAN NATIONAL STANDARDS SPECIFICATIONS FOR MAKING BUILDINGS AND FACILITIES ACCESSIBLE AND USABLE BY PHYSICALLY HANDICAPPED PEOPLE (ATTACHMENT F)? (See Rule 25-24.515(14), F.A.C.)

YES

APPLICANT ACKNOWLEDGEMENT CARD

Applicant TEL STAR TECHNOLOGIES, INC.

I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Requirements relating to my provision of Pay Telephone Service.

Signature Paul Piquant

Title PRESIDENT

Date 10-14-96

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

RECEIVED
OCT 17 1996
KALLINGHAM

FILED
09 SEP -9 PM 1:14
ALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TELSTAR TECHNOLOGIES, INC.

ARTICLE I

The name of the corporation and its principal place of business shall be: **TELSTAR TECHNOLOGIES, INC.**, 273 Goolsby Blvd., Deerfield Beach, FL 33442.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and this State.

ARTICLE III

1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 500 shares of common stock having \$1.00 par value.
2. The capital stock may be paid for with property, labor or services, at a just valuation to be fixed by the incorporators, or by the directors at a meeting called for such purpose or at the organization meeting.
3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the directors of the company. Stock in other corporations or going business may be purchased by the corporation in return for the issuance of its capital stock and said purchase shall be on such basis and for

ARTICLE IX

The names and street addresses of the parties signing the Articles of Incorporation as subscribers are:

Vincent Vernace
600 SW 8th St., Miami FL 33130

ARTICLE X

The Board of Directors shall be elected at the annual meeting of the shareholders of the corporation by a majority vote of those shareholders attending said meeting in person or by proxy.

ARTICLE XI

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 6 day of SEPTEMBER, 1996.


Vincent Vernace (SEAL)

such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

ARTICLE IV

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE V

The existence of the corporation is perpetual.

ARTICLE VI

The name and street address of the initial registered agent of this corporation is: Vincent Vernace, 600 SW 8th St., Miami FL 33130.

ARTICLE VII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one nor more than nine persons.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors who, unless provided by the Articles of Incorporation, or by the By-Laws, shall hold office for the first year of the existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

Frank Paglianti, President/Director
273 Goolsby Blvd., Deerfield Beach, FL 33442

Michael Paglianti, Vice President/Director
273 Goolsby Blvd., Deerfield Beach, FL 33442

Vincent Vernace, Secretary/Treasurer/Director
600 SW 8th St., Miami FL 33130

ACKNOWLEDGEMENT:

Having been named initial Registered Agent for the above stated corporation, at the initial registered office designated, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping said office open.

Vincent Vernace

Vincent Vernace, Registered Agent

STATE OF FLORIDA]
COUNTY OF DADE] ss:

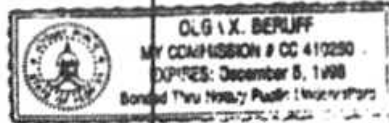
BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County aforesaid, personally appeared VINCENT VERNACE, personally known to me to be the person[s] who executed the foregoing Articles of Incorporation, or who produced

as identification, and who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 6th day of September, 1996.

Olga L. Beruff

Notary Public, State of Florida
My Commission Expires:



ALLAHUSSE, FLORIDA

SEP 9 9 11:14

1996

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NAME VINCENT VERNACE
ADDRESS 600 SW 8th STREET

TELSTAR TECHNOLOGY, Inc
273 GOOLSBY BLVD.
DEERFIELD Bch, FL. 33433

0099
83-388/870

10/14 1996

PAY TO THE ORDER OF FLORIDA PUBLIC SERVICE COMMISSION \$ 100.00

ONE HUNDRED ^{XX} 100 DOLLARS

Barnett Bank
037
Barnett Bank of South Florida, N.A.
Office

FOR APPLICATION FOR PAYPHONES

Sharon Raymont