

FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

1. LEGAL NAME OF THE APPLICANT

Southwest Pay Telephone Corporation

961526-TC

2. NAME UNDER WHICH THE APPLICANT WILL DO BUSINESS

Southwest Pay Telephone Corporation

DEC 24 '96

3. ADDRESS OF THE APPLICANT(S)

STREET 5449 Bear Lane, Suite #310

CITY Corpus Christi

STATE & ZIP Texas 78405

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 C.T. Corporation System

ADDRESS 1200 South Pine Island Road

Plantation, Florida 33324

D. DOING BUSINESS UNDER A FICTITIOUS NAME:

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

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

NAME: Randall D. Veselka

TITLE: President

PHONE: (512) 289-5578

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.

No

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

8. LIST THE STATES IN WHICH THE APPLICANT:

- A. IS CURRENTLY PROVIDING PAY TELEPHONE SERVICE

Texas

- 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 INCOMPETANT, OR FOUND GUILTY OF ANY FELONY OR OF ANY CRIME, OR WHETHER SUCH ACTIONS MAY RESULT FROM PENDING PROCEEDINGS.

None

10. PLEASE CHECK THE SERVICES THAT WILL BE PROVIDED:

LOCAL	[X]
LONG DISTANCE	[X]
COIN	[X]
CALLING CARD	[X]
CREDIT CARD	[X]
OTHER, DESCRIBE	[]

11. PROPOSED NUMBER OF PAY TELEPHONE INSTRUMENTS THE APPLICANT PLANS TO PLACE IN THE FIRST YEAR: One-hundred Fifty.

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

PERSONALLY	[]
FULL-TIME TECHNICIAN	[X]
PART-TIME TECHNICIAN	[]
SERVICE/REPAIR/MAINTENANCE CONTRACT	[]
OTHER, DESCRIBE	[]

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

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.



Randall D. Veselka

(SIGNATURE OF OWNER/CHIEF OFFICER OF APPLICANT)

DATE: December 17, 1996

CT CORPORATION SYSTEM

CT CORPORATION SYSTEM
CORPORATE SYSTEM
P.O. BOX 1000
TALLAHASSEE, FL 32302

December 9, 1996

Randy Veselka
V-Technologies Inc.
5449 Bear Lane
Suite 310
Corpus Christi, TX 78405

**RE: Southwest Pay Telephone Corporation
Order #: 698508**

Dear Mr. Veselka

As instructed, we enclose the following document(s), as issued by
the State of Florida:

Evidence of Qualification filed 12/9/96 w/Corporation of Florida

If you have any questions concerning this order, please contact
Gene Wallace in our Houston office. Thank you for this opportunity
to be of service.

Very truly yours,

CT Tallahassee

Enclosure(s)

Via: Federal Express

\jb



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1996

CT CORP

Qualification documents for SOUTHWEST PAY TELEPHONE CORPORATION were filed on December 6, 1996 and assigned document number F96000006415. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

The certification you requested is enclosed.

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. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue 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 any questions regarding this matter, please telephone (904) 487-6091, the Foreign Qualification/Tax Lien Section.

Freta Lott
Corporate Specialist Supervisor
Division of Corporations

Letter Number: 696A00054984

State of Florida



Department of State

I certify from the records of this office that SOUTHWEST PAY TELEPHONE CORPORATION, is a corporation organized under the laws of Texas, authorized to transact business in the State of Florida, qualified on December 6, 1996.

The document number of this corporation is F96000006415.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1996, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Ninth day of December, 1996



CR2EO22 (1-95)

A handwritten signature in cursive script, reading "Sandra B. Northam".

Sandra B. Northam
Secretary of State

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Southwest Pay Telephone Corporation
(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural
person or partnership if not so contained in the name at present)

2. Texas 3. 74-217-5447
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 01, 1981 5. Perpetual
(Date of Incorporation) (Duration Year corp. will cease to exist or "perpetual")

6. Currently not transacting Business in Florida.
(Date first transacted business in Florida (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 5449 Bear Lane, Suite #310
Corpus Christi, Texas 78405
(Current mailing address)

8. Public Payphone Telecommunications
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of
Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT**
acceptable)

Name: C. T. Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. **Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with
and accept the obligations of my position as registered agent.*

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to
delivery of this application to the Department of State, by the Secretary of State or other
official having custody of corporate records in the jurisdiction under the law of which it is
incorporated.

12 Names and addresses of officers and/or directors (Street address ONLY- P O Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Randall D. Veselka

Address: 5449 Bear Lane, Suite #310 / Corpus Christi, Tx 78405

Vice Chairman: _____

Address: _____

Director: Cynthia A. Veselka

Address: 5449 Bear Lane, Suite #310 / Corpus Christi, Tx 78405

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President Randall D. Veselka

Address: 5449 Bear Lane, Suite #310 / Corpus Christi, Tx 78405

Vice President _____

Address _____

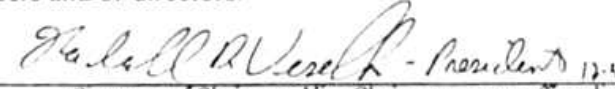
Secretary Cynthia A. Veselka

Address: 5449 Bear Lane, Suite #310 / Corpus Christi, Tx 78405

Treasurer _____

Address _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  - President 12.4.96
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Randall D. Veselka - President/Chairman
(Typed or printed name and capacity of person signing application)

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NAME C.T. Corporation System

SOUTHWEST PAY TELEPHONE CORPORATION

P.O. BOX 72906 PH. 512-289-5578
CORPUS CHRISTI, TEXAS 78472

1ST COMMERCE BANK
4211 AYERS • P.O. BOX 7669
CORPUS CHRISTI, TX 78415
88-2289 / 1149

CHECK NO. 003927

Dollars AND 00 Cents

DATE

CONTROL NO.

AMOUNT

12/19/96

\$100.00

FLORIDA PUBLIC SERVICE COMMIS.
GUNTER BLDG, 2540 SHUMARD OAK
CAPITAL CIRCLE OFFICE CENTER
TALLAHASSEE, FL 32399-0850

VOID AFTER 120 DAYS

Ronald D. Uselke

AUTHORIZED SIGNATURE