

9412128

05/13/94

GE CAPITAL COMMUNICATION SERVICES
WHOLESALE CORPORATION

Secretary of State
Business Services and Regulation

Suite 315, West Tower

2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

PRENTICE HALL CORPORATE SERVICES
66 LUCKIE STREET
ATLANTA, GEORGIA 30303

CONTROL NUMBER: 9412128
EFFECTIVE DATE: 05/13/1994
COUNTY : FULTON
REFERENCE : 0069
PRINT DATE : 05/13/1994
FORM NUMBER : 311

CERTIFICATE OF INCORPORATION

I, **MAX CLELAND**, Secretary of State and the Corporation
Commissioner of the State of Georgia, do hereby certify under the
seal of my office that

GE CAPITAL COMMUNICATION SERVICES WHOLESALE CORPORATION

has been duly incorporated under the laws of the State of Georgia
on the effective date stated above by the filing of articles of
incorporation in the office of the Secretary of State and by the
paying of fees as provided by Title 14 of the Official Code of
Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the
State of Georgia on the date set forth above.



SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222
Outside Metro-Atlanta

Max Cleland
MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey
VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
GE CAPITAL COMMUNICATION SERVICES WHOLESALE CORPORATION

I.

The name of the Corporation is:
GE Capital Communication Services Wholesale Corporation

II.

The Corporation shall have authority to issue not more than 100,000 shares, all of which shall be of the same class and designated the "Common Stock." The Common Stock shall together have unlimited voting rights and be entitled to receive the net assets of the Corporation upon dissolution.

III.

The street address and county of the Corporation's initial registered office shall be 66 Luckie Street, Atlanta, Fulton County, Georgia 30303. The initial registered agent of the Corporation at that office shall be The Prentice-Hall Corporation System, Inc.

IV.

The name and address of the sole incorporator is:

Paul J. Connell
133 Peachtree Street
Suite 4200
Atlanta, Georgia 30303

V.

The mailing address of the initial principal office of the corporation shall be:

6540 Powers Ferry Road
Atlanta, Georgia 30339

VI.

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of his duty of care or other duty as a director, provided, that this provision shall eliminate or limit the liability of a director only to the extent permitted from time to time by the Georgia Business Corporation Code or any successor law or laws.

VII.

Any action or actions required or permitted to be taken at a meeting of the shareholders of the Corporation may be taken without a meeting by those persons who would be entitled to vote at a meeting shares 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, provided that such action is evidenced by one or more written consents describing the action taken which are signed by the shareholders entitled to take such action and delivered to the Corporation for filing with the corporate records.

VIII.

The Corporation shall have perpetual duration.

IX.

The Corporation is organized for the following purposes:

To engage in any lawful purpose, act or activity for which corporations may be organized under the Georgia Business Corporation Code.

X.

The names and addresses of the initial Board of Directors of the Corporation shall be as follows:

Robert F. Reisner
6540 Powers Ferry Road
Atlanta, Georgia 30339

Patrick J. Whittle
6540 Powers Ferry Road
Atlanta, Georgia 30339

James M. Loree
260 Long Ridge Road
Stamford, Connecticut 06927-9030

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation.

Paul J. Connell
Paul J. Connell, Incorporator

SECRETARY OF STATE

MAY 13 2 12 PM '94

BSR (1)



MAX CLELAND
Secretary of State
State of Georgia

Business Services and Regulation

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

J. F. GULLION
Director

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # 94133052 PENDING CONTROL # P067651 CONTROL # 9412128
Docket Code 311 Corporation Type DP
Date Filed 5/13/94 Amount Received \$ 160.00 Check/Receipt # 60
Jurisdiction (County) Code 60 Date Completed 5/13/94
Examiner 129

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. 941330524
Corporate Name Reservation Number
GE CAPITAL COMMUNICATION SERVICES WHOLESALE CORPORATION
Corporate Name (exactly as appears on name reservation)
2. Prentice Hall Legal & Financial Services (404) 659-8831
Applicant/Attorney Telephone Number
66 Luckie Street
Address Georgia 30303
Atlanta State Zip Code
City

3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)

1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM)
2. ORIGINAL ARTICLES OF INCORPORATION
3. ONE COPY OF ARTICLES OF INCORPORATION

I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Incorporation or a Notice of Intent to Incorporate with a publishing fee of \$40.00 has been mailed or delivered to the authorized newspaper as required by law.

[Signature]
Authorized Signature

5/13/94
Date



PRENTICE HALL LEGAL & FINANCIAL SERVICES

DATE: 5/13/94

Business Services & Regulation
Suite 315, West Tower
#2 Martin Luther King Jr. Drive
Atlanta, GA 30334

RE:

GE CAPITAL COMMUNICATION SERVICES WHOLESALE CORPORATION
Georgia Incorporation

Please expedite the following service(s) and call if there
are any problems 659-8831 (~~Federal Express Label #~~):

☒ (1) File attached papers;

☐ (2) Issue () Certificate(s) of Existence;

☐ (3) Issue () ; Certified Copy(ies) of all charter
documents on file.

☐ (4)

Sincerely yours,

Ellen Melnick

*pick up
today if
possible*