

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

PEOPLES TELEPHONE COMPANY, INC.

File number C 120406

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PEOPLES TELEPHONE COMPANY, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to PEOPLES TELEPHONE COMPANY, INC. to transact business in this State under the name PEOPLES TELEPHONE COMPANY, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: August 4, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

Natalie Lamb

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Peoples Telephone Company, Inc.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of NEW YORK
4. Its date of incorporation is 9/5/68
5. The address of its principal office is 2300 N.W. 89th Place
Miami, FL 33172
6. The address to which correspondence should be addressed, if different from item 5, is _____
7. The street address of its registered office in Idaho is 200 North 23rd Street
Boise, ID 83702, and its registered agent in Idaho at that address is Prentice Hall Corporation

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>SEE</u>	<u>ATTACHED</u>	

Dated: 7/30/97

Peoples Telephone Company, Inc.
(Corporation name)

By W. J. Jaur

Its CFO
(specify capacity of signer)

Customer Acct # :

IDAHO SECRETARY OF STATE
(if using pre-paid account)

08704 / 1997 09 = 00
CK: 117920 CT: 85225 BH: 26611

1 @ 100.00 = 100.00 AUTH PRO
1 @ 20.00 = 20.00 CORP SUR

C120406

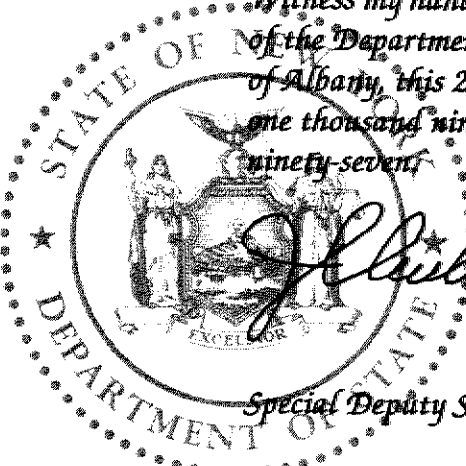
State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of PEOPLES TELEPHONE COMPANY, INC. was filed on 09/05/1968, under the name of SHIRTS UNLIMITED FRANCHISE INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment SHIRTS UNLIMITED FRANCHISE INC., changing name to TTI INDUSTRIES, INC., was filed 04/04/1972.

A Certificate of Amendment TTI INDUSTRIES, INC., changing name to PEOPLES TELEPHONE COMPANY, INC., was filed 07/21/1987.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 25th day of July
one thousand nine hundred and
ninety seven



[Signature]
Special Deputy Secretary of State

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PEOPLES TELEPHONE COMPANY, INC.
CORPORATE OFFICERS
continued

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KAREN GARCIA

VICE PRESIDENT, SALES & CUSTOMER SUPPORT

Office:

Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667 ext. 518
(305) 470-2318 - Direct Dial
(305) 477-9890 - Fax

Residence:

11645 S.W. 96 Terrace
Miami, FL 33176

ALAN MACFARLAND

VICE PRESIDENT/HUMAN RESOURCES

Office:

Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667 ext. 109
(305) 470-8382 - Direct Dial
(305) 470-1031 - Fax
Assistant: Martha Alban

Residence:

1998 Denver Road
Fort Lauderdale, Florida 33326

KEITH PRESSLEY

PRESIDENT INMATE TELECOMMUNICATIONS

Office:

Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667 ext. 301
(305) 470-8399 - Direct Dial
(305) 477-9890 - Fax
Assistant: Martha Alban

Residence:

6447 Saranac Circle
Davie, Florida 33331

PEOPLES TELEPHONE COMPANY, INC.
CORPORATE OFFICERS
continued

LAWRENCE T. ELLMAN **EXECUTIVE VICE PRESIDENT, SALES**

Office: Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667 ext. 152
(305) 470-8390 - Direct Dial
(305) 477-9890 - Fax

1-800-677-7815
Assistant: Martha Alban

Residence: **Florida:** 2505 Princeton Court
Fort Lauderdale, Florida 33327

FRANCIS J. HARKINS, JR. **VICE PRESIDENT**
 SECRETARY

Office: Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667, ext. 149
(305) 477-9890 - Fax

Assistant: Tammy Rusher

Residence: 9778 N.W. 46th Terrace
Miami, FL 33178

PEOPLES TELEPHONE COMPANY, INC.
CORPORATE OFFICERS
continued

NEIL N. SNYDER, III

EXECUTIVE VICE PRESIDENT
CHIEF OPERATING OFFICER

Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667 ext. 131
(305) 470-1050 - Direct Dial
(305) 477-9890 - Fax
Assistant: Pat Martinez

Residence:

Florida: 4670 N.W. 97th Place
Miami, Florida 33178

BRUCE W. RENARD

EXECUTIVE VICE PRESIDENT/LEGAL, REGULATORY & CARRIER
RELATIONS/GENERAL COUNSEL

Office:

Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667, ext. 170
(305) 470-8389 - Direct Dial
(305) 477-9890 - Fax

Assistant: Tammy Rusher

Residence:

1265 Manor Court
Fort Lauderdale, FL 33326

**PEOPLES TELEPHONE COMPANY, INC.
CORPORATE OFFICERS**

E. CRAIG SANDERS

**PRESIDENT
CHIEF EXECUTIVE OFFICER**

Office:

Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667 ext. 106
(305) 470-1003 - Direct Dial
(305) 477-9890 - Fax
(305) 593-6116 - Office Fax
Assistant: Pat Martínez

Residence:

Florida: 1108 88th Street
Surfside, Florida 33154

William A. Baum

**EXECUTIVE VICE PRESIDENT
CHIEF FINANCIAL OFFICER**

Office:

Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667, ext. 232
(305) 470-8393 - Direct Dial
(305) 477-9890 - Fax

Assistant: Pat Martínez

PEOPLES TELEPHONE COMPANY, INC.
BOARD OF DIRECTORS
continued

CHARLES J. DELANEY ("CHIP")

Office: UBS Capital Corporation
299 Park Avenue, 34th Floor
New York, New York 10171-0026
(212) 821-6320
(212) 821-6366 - Fax
Assistant: Tricia Arlow

Residence: 1 Inwood Road
Darien, Connecticut 06820

JUSTIN S. MACCARONE

Office: UBS Capital Corporation
299 Park Avenue, 34th Floor
New York, New York 10171-0026
(212) 821-6390
(212) 821-6333 - Fax
Assistant: Karen Yee

Residence: 19 Harbor Road
Darien, Connecticut 06820

**PEOPLES TELEPHONE COMPANY, INC.
BOARD OF DIRECTORS**

ROBERT E. LUND

Residence: Texas: 5600 Templin Way
Plano, Texas 75093

E. CRAIG SANDERS

Office: Peoples Telephone Company, Inc.
2300 N.W. 89th Place
Miami, Florida 33172
(305) 593-9667 ext. 106
(305) 470-1003 - Direct Dial
(305) 477-9890 - Fax
(305) 593-6116 - Office Fax
Assistant: Pat Martínez

Residence: Miami: 1108 88th Street
Surfside, Florida 33154

JODY FRANK

Office: Smith Barney Shearson, Inc.
666 Fifth Avenue, 13th Floor
New York, New York 10103
(212) 603-6100
1-800-843-0211 ext. 6173
(212) 765-1057 - Fax
Assistant: Betty/Alice

Residence: 41 Farmstead Road
Shorthills, New Jersey 07078