

ORIGINAL

October 9, 2000
Via Overnight Delivery



210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Ms. Blanca Bayo
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0870

**RE: Docket 001392-TI
Provinet Communications, Inc. (Now known as Travelers Media,
Inc.) Application for Authority to Provide Interexchange
Telecommunications Service**

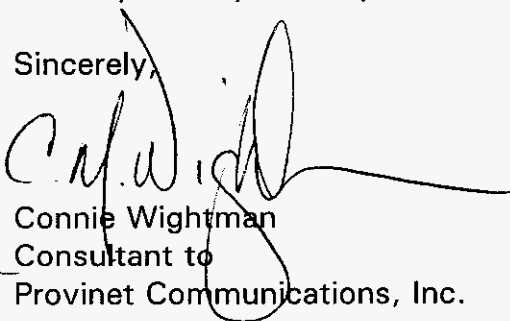
Dear Ms. Bayo:

Enclosed for filing is one (1) original and six (6) copies of new Articles of Incorporation and a current balance sheet as requested by David Draper in the above-referenced docket. The Applicant requests that the docket be amended to reflect this change in certificated entity name to Travelers Media, Inc. All other information in the filing, including pro forma financial information and corporation officer information, remains the same.

Please acknowledge receipt of this filing by returning the extra copy of this letter, file stamped, in the self-addressed, stamped envelope enclosed for that purpose.

Questions regarding this filing may be directed to me at (407) 740-8575. Thank you for your cooperation and assistance.

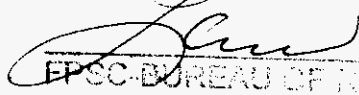
Sincerely,


Connie Wightman
Consultant to
Provinet Communications, Inc.

Enclosure

cc: Jeremy Thompson, Provinet
File: Provinet (now Travelers) - FL IXC
TMS: FL 00000a

RECEIVED & FILED


FPSC BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

12908 OCT 10 8

FPSC-RECORDS/REPORTING

APD _____
CAF _____
CMP _____
COM _____
CTR _____
EOR _____
LEG _____
OFC _____
PAI _____
RGI _____
SEC _____
SER _____
CTD _____
Cp NonAye

Draper

McLay

Done 10/11/00

10/09/00

TRAVELERS MEDIA, INC.
Balance Sheet
As of October 9, 2000

	<u>Oct 9, '00</u>
ASSETS	
Current Assets	
Checking/Savings	
1006 - Bank - Citrus Operating	500.00
Total Checking/Savings	<u>500.00</u>
Total Current Assets	<u>500.00</u>
TOTAL ASSETS	<u>500.00</u>
LIABILITIES & EQUITY	
Equity	
5520 - Paid in Capital	500.00
Total Equity	<u>500.00</u>
TOTAL LIABILITIES & EQUITY	<u>500.00</u>

**FLORIDA DEPARTMENT OF STATE****Katherine Harris**
Secretary of State

September 26, 2000

W.A. HARMENING II
3660 MAGUIRE BLVD
ORLANDO, FL 32803

The Articles of Incorporation for TRAVELERS MEDIA, INC. were filed on September 25, 2000 and assigned document number P00000090823. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT/UNIFORM BUSINESS REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT/UNIFORM BUSINESS REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT/UNIFORM BUSINESS REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT/UNIFORM BUSINESS REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.


SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT/UNIFORM BUSINESS REPORT NOTICES REACH YOU.

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

Tim Burch, Document Specialist
New Filing Section

Letter Number: 300A00050606

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of TRAVELERS MEDIA, INC., a Florida corporation, filed on September 25, 2000, as shown by the records of this office.

The document number of this corporation is P00000090823.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-sixth day of September, 2000



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

ARTICLES OF INCORPORATION
OF
TRAVELERS MEDIA, INC.

FILED
00 SEP 25 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME and ADDRESS

The name of the corporation is TRAVELERS MEDIA, INC.. The address of the corporation is 3660 Maguire Boulevard, Orlando, Florida 32803.

ARTICLE II

TERM OF EXISTENCE

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

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

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, having a par value of \$ 0.10 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this corporation shall be W. A. Harnening II. The street address of the initial registered office of this corporation, which is identical with the business office of the registered agent, 3660 Maguire Boulevard, Orlando, Florida 32803. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of Directors shall be decided by resolution of the shareholders.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The name and street address of the members of the initial Board of Directors for this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal from office or death are:

<u>Name</u>	<u>Street Address</u>
Jeremy Thompson	3660 Maquire Boulevard Orlando, Florida 32803

ARTICLE VIII

INCORPORATION

The name and street address of the incorporator is:

W. A. Harmening II	3660 Maquire Boulevard Orlando, Florida 32803
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The principal place of business is in the City of Orlando, State of Florida located at 3660 Maquire Boulevard, Orlando, Florida 32803.

ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors or shareholders.

ARTICLE X

INDEMNIFICATION

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

ARTICLE XI

PRE-EMPTIVE RIGHTS

Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

ARTICLE XII

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days written notice is given to each Director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 21 day of September, 2000.

W.A. Harmening II

STATE OF FLORIDA
COUNTY OF ORANGE

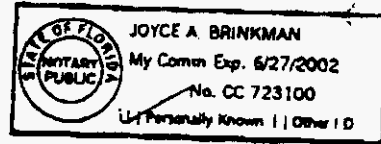
Before me personally appeared W. A. Harmening II, to me well known and known to me to be the individual described in and who executed the foregoing, and he swore to and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and State above this 21 day of September, 2000.

Joyce A. Brinkman

Notary Public

My Commission Expires: _____



FILED

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

00 SEP 25 PM 3:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

TRAVELERS MEDIA, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Orlando, State of Florida, has named W. A. Harmening II, 3860 Maquire Boulevard, Orlando, Florida 32803 as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to service of process for the above-state corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

W.A. Harmening II
Registered Agent

9-21-00
Date

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared W. A. Harmening II, to me well known and known to me to be the individual described in and who executed the foregoing, and he swore to and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and State above this 21 day of September, 2000.

Joyce A. Brinkman
Notary Public

My Commission Expires: _____

