

Division of Corporations

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Florida Department of State
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Fax Number : (850)205-0380
Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)521-1030

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUL 10 AM 11:48

FILED

ATTN: Annette (Here's the one I spoke to you this morning about. Turns out there was a client prepared articles of incorporation for

BASIC AMENDMENT

*FL. included)
Please
word*

QANTUM COMMUNICATIONS CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$35.00

Articles of Incorporation

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TALLAHASSEE, FLORIDA

ARTICLES
OF
CORRECTION

On June 26, 2003, Qantum Communications Corporation (the "Corporation") filed an "Application by Foreign Corporation for Authorization to Transact Business in Florida" (attached as Exhibit A) (the "Application"). In the addendum to the Application listing the directors and officers of the Corporation, a former director was erroneously listed. As of the filing date of the Application, Michael W. Joe had been removed as director of the Corporation, and Bradley Wightman had been elected director of the Corporation. Please find attached as Exhibit B a revised addendum to the Application correctly listing Bradley Wightman as director in place of Michael W. Joe.

Dated: July 9, 2003

QANTUM COMMUNICATIONS
CORPORATION

By: Michael F. Malagan
Name: Michael F. Malagan
Title: Vice President

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.

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JUN 26 PM 4:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Quantum Communications 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. Delaware 3. 12-0022550
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 17, 2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.153, F.S.)
7. 3 Stamford Landing, Suite 210, 46 Southfield Avenue, Stamford, CT 06902
(Principal office address)
3 Stamford Landing, Suite 210, 46 Southfield Avenue, Stamford, CT 06902
(Current mailing address)
8. Operation of radio stations
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Elys Street
Tallahassee, Florida 32301
(City) (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.
Corporation Service Company Deborah D. Skipper
(Registered agent's signature) (Registered agent's name)
Asst. V. Pres.
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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Michael J. Mangard
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MICHAEL F. MANGARD, VP
(Typed or printed name and capacity of person signing application)

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Officers and Directors of Quantum Communications Corporation

12. A. Directors

Craig A. Elson
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Michael W. Joe
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Michael F. Mangan
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Frank D. Osborn
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Frank G. Washington
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

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TALLAHASSEE, FLORIDA

12. B. Officers

Frank D. Osborn - President
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Michael F. Mangan - Vice President, Secretary
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

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Exhibit B

Officers and Directors of Quantum Communications Corporation

12. A. Directors

Craig A. Elson
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Bradley Wightman
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Michael F. Mangan
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Frank D. Osborn
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Frank G. Washington
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

12. B. Officers

Frank D. Osborn – President
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902

Michael F. Mangan – Vice President, Secretary
3 Stamford Landing, Suite 210
46 Southfield Avenue
Stamford, CT 06902