

LAW OFFICES
NICHOLAS F. TSAMOUTALES, P. A.
1000 PALM BAY ROAD, NORTHEAST
SUITE 0
PALM BAY, FLORIDA 32909-7538

NICHOLAS F. TSAMOUTALES
ALBERT S. LAGANO
DIANA TUAL

TELEPHONE (407) 727-1111
FACSIMILE (407) 727-1855

N9500000455

Secretary of State
Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

RE: TOWERS R US, INC.

Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation for the captioned corporation. A check in the amount of \$15.00 for the filing fee is also enclosed.

Please approve and file the original and return a copy to this office.

Thank you for your assistance in this matter.

Sincerely,

Albert S. Lagano

/s/

Encl.

407 727 1111
01/02/95 10:00 AM

407 727 1111
01/02/95 10:00 AM

FILED
65 JAN 30 PM 3 42
TAMPA, FLORIDA

115-594

T. BROWN JAN 30 1995

115-742 (III) 5.22.94



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 10, 1995

ALBERT S. LAGANO
NICHOLAS F. TSAMOUTALES, P.A.
1900 PALM BAY RD, NE, SUITE G
PALM BAY, FL 32905-7538

SUBJECT: TOWERS R US, INC.
Ref. Number: W95000000594

We have received your document for TOWERS R US, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article VII states there will be 5 director(s), whereas 4 is/are listed.

There is a balance due of \$35.00.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 595A00000978



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

January 10, 1995

ALBERT S. LAGANO
NICHOLAS F. TSAMOUTALES, P.A.
1900 PALM BAY RD, NE, SUITE G
PALM BAY, FL 32905-7538

SUBJECT: TOWERS R US, INC.
Ref. Number: W9500000594

We have received your document for TOWERS R US, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article VII states there will be 5 director(s), whereas 4 is/are listed.

There is a balance due of \$35.00.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 595A00000978

ARTICLES OF INCORPORATION OF
a Florida Corporation Not for Profit

FILED
95 JAN 30 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, SUBSCRIBERS of these Articles of Incorporation, all natural persons competent to contract, join together to form a not-for-profit corporation under the laws of the State of Florida, and agree to the following conditions of said corporation.

ARTICLE I. NAME

The name of the corporation is TOWERS R US, INC.

ARTICLE II. ENABLING LAW

This corporation is organized pursuant to the Florida Not For Profit Corporation Act, Chapter 617.001, Florida Statutes.

ARTICLE III. PURPOSES

(a) The specific and primary purpose for which this corporation is organized is to engage in the support, assistance and maintenance of amateur radio operators in the proper use, installation and maintenance of equipment.

(b) From time to time, this corporation shall install or repair amateur radio equipment, including towers, within the parameters of its members' expertise.

(c) This corporation shall conduct seminars, classes, lectures and other activities that will promote the ideals and objectives of the corporation and to disseminate the information and knowledge gained through the efforts of the corporation.

(d) This corporation is organized and operated exclusively for non-profit purposes and no part of any net earnings shall inure to the benefit of any member, director or officer.

(e) This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided however, that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in sub-paragraphs (a) through (c) of these articles.

(f) This corporation shall have the authority to adopt such by-laws as may be consistent with the purposes enumerated herein and consistent with the laws of the State of Florida under which this corporation is incorporated.

ARTICLE IV. TERM

This corporation shall have a perpetual existence and is organized under a non-stock basis.

ARTICLE V. INCORPORATORS

The names and residences of the subscribers of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT M. COATES	4150 HELENA STREET NE ST. PETERSBURG, FL 33703
ALFRED H. MONROE	1162 - 37TH AVENUE N ST. PETERSBURG, FL 33704
WILLIAM N. BURNETT	310 - 40TH STREET S ST. PETERSBURG, FL 33711-1608
ROY V. DUNLAP	3937 - 14TH AVENUE SE LARGO, FL 34641-3451

ARTICLE VI. MEMBERSHIP

The authorized number of members of this corporation and the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the By-Laws of this corporation. Any natural person residing in the State of Florida with an interest in facilitating the purposes set forth for establishing this corporation is qualified to become a member of this corporation upon request for membership for admission through an officer, director or member of the corporation. Any natural person with an interest in the programs provided by this corporation is qualified to participate in the programs of this corporation.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of four (4) directors. The By-laws of this corporation may provide for the number of directors to be increased or decreased as set forth in the By-laws adopted by the members entitled to vote. Directors shall be elected annually by majority vote of the members who vote at such election.

The names and residences of the persons constituting the first board of directors who are to act in that capacity until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT M. CONTES	4150 HELENA STREET NE ST. PETERSBURG, FL 33703
ALFRED H. MONROE	1162 - 37TH AVENUE N ST. PETERSBURG, FL 33704
WILLIAM N. BURNETT	310 - 40TH STREET S ST. PETERSBURG, FL 33711-1608
ROY V. DUNLAP	3937 - 14TH AVENUE SE LARGO, FL 34641-3451

(b) Elective Officers. The Officers of this corporation shall be a President, Vice-president, Secretary and Treasurer. Other officers may be established or appointed by members of this corporation at any regular annual meeting. The qualifications, time, and manner of electing and appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the By-Laws.

The officers who are to serve until the first election of officers under the Articles of Incorporation are:

<u>OFFICE</u>	<u>NAME</u>
President:	Roy V. Dunlap
Vice-President :	Robert M. Coats
Secretary ;	William N. Burnett
Treasurer :	Roy V. Dunlap

(a) The address of the corporation's initial principal office in the State of Florida is: 3937 - 14th Avenue SE, Largo, FL 34641-3451.

(b) The name and address of this corporation's initial registered agent is: Roy V. Dunlap, 3937 - 14th Avenue SE, Largo, FL 34641-3451.

ARTICLE VIII. INCOME FROM PUBLIC EVENTS

If this corporation holds any events in which members of the general public are invited to participate or attend for a fee, and/or concessions are sold, the net proceeds, if any, attributable to such receipt from the general public will be paid over to the treasurer for costs attributable to the operation of this corporation.

ARTICLE IX. BY-LAWS

By-laws will be hereinafter adopted at the first meeting of the board of directors. Such by-laws may be amended or repealed, in whole or in part, by the directors in the manner provided therein. Any amendments to the by-laws shall be binding on all members of this corporation.

ARTICLE X. AMENDMENT OF ARTICLES

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the board of directors, and then presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3) of a quorum of members of the corporation present at the meeting at which such amendment resolution is considered.

ARTICLE XI. LIMITATION OF PURPOSES FOR

PARAGRAPH 501 (c)(3) QUALIFICATIONS

This corporation is organized exclusively for social and educational purposes, including, for such purposes, the making of

distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or amendments thereto.

ARTICLE XII. RESTRICTION ON DISTRIBUTION
OF EARNINGS; RESTRICTION ON ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III and XII hereof. No substantial part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or amendments thereto, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or amendments thereto.

ARTICLE XIII. DISPOSITION OF ASSETS ON DISSOLUTION

Upon the dissolution of the corporation, the Board of Trustees, shall, after paying or making provision for the payment

IN WITNESS WHEREOF, the undersigned subscribing
incorporators have executed these Articles of Incorporation this
1st day of December, 1993 ¹⁹⁹⁴

Reginald J
Robert M Bates
Walter B. J.
H. J. M.

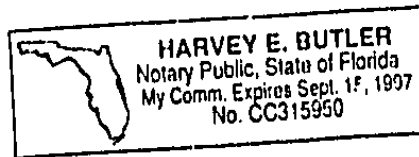
STATE OF FLORIDA

COUNTY OF

The foregoing instrument was acknowledged before me this 1st
day of December, 1994, by Alfred H. Murre "MSLW 08-50-001-0"
William H. Burnett Jr. "B653 734-52-042-0", Roy V. Dunlap, Jr. "17541-738-27-207-0"
Robert M. Cortes "C320 223 48-129",
who are personally known to me or who have produced Florida Driver's Licenses
as identification, and who ~~did~~ (did not) take an oath.

Harvey E. Butler
NOTARY PUBLIC

Harvey E. Butler
Printed Name of Notary
Commission Number: CC 315950
My Commission Expires: 9-15-97



ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VII of these Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Roy V. Dunlap Jr.
Roy V. Dunlap
3937 14th Avenue SE
Largo, FL 34641-3451

Date: Dec 1st 1994