

Florida Dept. of State.

Attn: Secretary of State

9900099027

Enclosed is the Article of Incorporation for
Abel Communications, Inc. and a check
for \$122.50 for filing fees associated with
incorporating the entity in the State of Florida.

300000006339--3
-11/15/96--01087--016
****122.50 ****122.50

Please send the corporate information to the
Company's designated Registered Agent as follows:

Andrea Boulden-Gagliano
Abel Communications, Inc.

P.O. Box 146.
Winter Park, Florida
32790.

Telephone - (407) - 539-3994.

Thank you.

Andrea Boulden-Gagliano

FILED
96 DEC -6 PM 3:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

12/6



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1996

ANDREA BOULDEN-GAGLIANO
ABEL COMMUNICATIONS
P.O. BOX 146
WINTER PARK, FL 32790

SUBJECT: ABEL COMMUNICATIONS
Ref. Number: W96000024555

We have received your document for ABEL COMMUNICATIONS and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 496A00052731

ABEL
C O M M U N I C A T I O N S
INC.

ABEL COMMUNICATIONS INC REF. NUMBER: w96000024555

This is to follow up with your letter. The company telephone number is 407-539-3994 as listed below. you have received my check for \$122.50 as you mentioned in your letter to me.

Please process my paper work now. If you need to call me please do.

Andrew Zalden-Hyland

407 • 539 • 3994
P. O. Box 146 • Winter Park, Florida 32790

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ABEL COMMUNICATIONS INC.

ARTICLE I

NAME OF INCORPORATION

The name of the Corporation is Abel Communications, INC.

ARTICLE II

The principal office of the corporation is located at P.O.Box 146, Winter Park, FL 32740. 32790

ARTICLE III

The street address of the initial registered agent of the Corporation is 1800 Killarney Dr., Winter Park, FL.

ARTICLE IV

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE V

The affairs of this Corporation shall be managed initially by a board of one (1) Director. The number of Directors may be changed by amendment of the By-laws of the Corporation. The name and address of the perso who is to act in the capacity of Director until the selection of her successor is:

NAME

Andrea Boulden-Gagliano

ADDRESS

P.O.Box 146
Winter Park, FL 32740

At the first annual meeting, the members shall elect one (1) Director for a term of one (1) year.

ARTICLE VI

The affairs of the Corporation shall be managed by a President, Secretary, and Treasurer, and such other officer as permitted by the By-laws. The names of the persons who shall act as officers of the Corporation until the election of his/her successor are:

Andrea Boulden-Gagliano, President
Andrea Boulden-Gagliano, Secretary
Andrea Boulden-Gagliano, Treasurer

The above-named officers shall serve until the first and organization meeting of the Board of Directors and shall hold office for a one (1) year period from the date of their selection.

ARTICLE VII

DURATION

The Corporation shall exist perpetually.

ARTICLE VIII

BY-LAWS

The By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded by a majority vote of the Board of Directors.

ARTICLE IX

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares common stock (having a par value of \$1.00 per share).

ARTICLE X
INCORPORATORS

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

NAME

Andrea Boulden-Gagliano

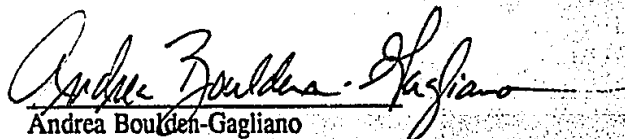
ADDRESS

P.O.Box 149
Winter Park, Fl 32780

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all the Directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, I, the undersigned, constituting the Incorporator of this Corporation, have executed these Articles of Incorporation this 8th day of November, 1993.

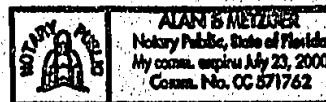

Andrea Boulden-Gagliano

STATE OF FLORIDA
COUNTY OF ORANGE

The forgoing instrument was acknowledged before me this 11th day of November, 1996.

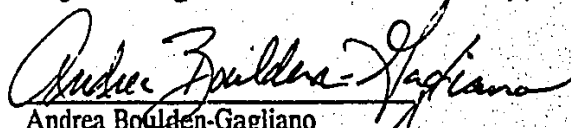

Notary Public

My Commission expires: 7/23/2000



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Abel Communications, INC.


Andrea Boulden-Gagliano

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA