

P95000052107

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-1870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

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PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RECEIVED
95 JUN 27 PM 1:05
DIVISION OF CORPORATIONS

W95-13100

dB 6/27/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY BH _____

WALK-IN
Will Pick Up 6:21 3pm

RE: Fenster/Siegers
Communications, Inc

C.C. FEE. DISBURSED

Capital Express™

☒ Art of Inc. File

☐ Corp. Record Search

☐ Ltd. Partnership File

☒ Foreign Corp. File

☐ () Cert Copy(s)

☐ Art of Amend. File

☐ Dissolution/Withdrawal

☐ C U S.

☐ Fictitious Name File

☐ Name Reservation

☐ Annual Report/Reinstatement

☐ Reg. Agent Service

☐ Document Filing

☐ Corporate Kit

☐ Vehicle Search

☐ Driving Record

☐ Document Retrieval

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ File No.'s. Copies

☐ Courier Service

☐ Shipping/Handling

☐ Phone ()

☐ Top Priority

☐ Express Mail Prep.

☐ FAX () PGS.

SUBTOTALS

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREFAID..... \$

BALANCE DUE..... \$

..... \$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 27, 1995

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: FENSTER/SIEGRIST COMMUNICATIONS, INC.
Ref. Number: W95000013100

We have received your document for FENSTER/SIEGRIST COMMUNICATIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 295A00031497

Corrected

ARTICLES OF INCORPORATION

OF

FENSTER /SIEGRIST COMMUNICATIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL -6 PM 12:42

ARTICLE I - NAME

The name of this corporation is Fenster/Siegrist Communications, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this Corporation shall be any and all activities permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

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

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1521 NW 180th Way, Pembroke Pines, Florida 33029 and the name of the initial registered agent of this corporation at that address is Rise V. Siegrist. The principal address and the registered office address are the same.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than 3. The name and address of the initial directors of this corporation are:

President	Gemma Fenster 1101 NW 180 th Avenue Pembroke Pines, Florida 33029
Executive Vice-President	Ronald B. Fenster 1101 NW 180th Avenue Pembroke Pines, Florida 33029
Executive Vice-President	Gene P. Siegrist 1521 NW 180th Way Pembroke Pines, Florida 33029
Secretary/Treasurer	Rise V. Siegrist 1521 NW 180th Way Pembroke Pines, Florida 33029

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is Rise V. Siegrist, 1521 NW 180th Way, Pembroke Pines, Florida 33029.

ARTICLE X - BY - LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount opposite his name:

Gemma Fenster	270
Ronald Fenster	230
Gene P. Siegrist	250
Rise V. Siegrist	250

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further

specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than \$1,000.00.

ARTICLE XIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XIV - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XV - DIRECTORS RESIDENCY AND COMPENSATION

Directors of this corporation must be residents of the State of Florida. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVI - INITIAL DIRECTORS

The name and street address of the first Board of Directors is:

Gemma Fenster	Director/Officer	1101 NW 180th Avenue Pembroke Pines, Fl. 33029
Ronald B. Fenster	Director/Officer	1101 NW 180th Avenue Pembroke Pines, Fl. 33029
Gene P. Siegrist	Director/Officer	1521 NW 180th Way Pembroke Pines, Fl. 33029
Rise V. Siegrist	Director/Officer	1521 NW 180th Way Pembroke Pines, Fl. 33029

ARTICLE XVII - REMOVAL OF DIRECTORS

The shareholders of this corporation shall be entitled to remove any director from office during his term.

ARTICLE XVIII - LIMITATION ON POWERS OF COMMITTEE

In addition to other limitations imposed by law, no committee of directors of this corporation shall have or exercise the power of the Board of Directors to authorize any merger or dissolution.

ARTICLE XIX - DIRECTOR QUORUM AND VOTING

All of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of all the directors present, or, if a director or directors have abstained from voting, shall be the act of the Board of Directors.

ARTICLE XX - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meeting of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XXI - REDUCTION IN STATED CAPITAL

The stated capital of this corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the articles of incorporation.

ARTICLE XXII - INDEMNIFICATION

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

ARTICLE XXIII - SUB-CHAPTER "S" AND 1244 STOCK

It is the intention of the undersigned incorporator to consent to the election under Internal Revenue Code, Section 1372 (a) and to be treated as a "Small Business Corporation" and the Plan to issue 1244 Stock in connection therewith shall be set forth in the By-Laws of this corporation.

ARTICLE XXIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XXV - REGISTERED AGENT

I, Rise V. Siegrist, accept the responsibility as registered agent. I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation at the following address:

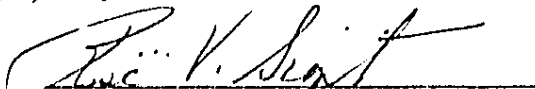
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL -6 PM 12:42

RISE V. SIEGRIST
1521 NW 180 WAY
PEMBROKE PINES, FLORIDA 33029



Rise V. Siegrist

IN WITNESS WHEREOF, the undersigned subscribed has executed these articles of incorporation, this 26th day of June, 1995.



Rise V. Siegrist, Incorporator

State of Florida)
 SS
County of Broward)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared RISE V. SIEGRIST, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me that she executed those Articles of Incorporation, and who produced a valid drivers license.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of June, 1995.


Notary Public, State of Florida

