

P96000031376

Requestor's Name

Address

9476741750

4.4.96
William Blackmer

1673-1303-9

Office Use Only

407-647-5511

SR(S), (if known):

DIGITAL MANAGEMENT

2706 ALMA AVE FL 1

WINTER PARK

FL 32732

ent #) 200001771072
-04/05/96--01069--020
nt #) ***122.50 ***122.50

SF3A129

3. _____ (Corporation Name) _____ (Document #)

4. _____ (Corporation Name) _____ (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -5 PM 3:53

Examiner's Initials

JL/10/96

ARTICLES OF INCORPORATION

OF

DMG TELCOM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -5 PM 3:53

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be DMG Telcom, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

1801 Lee Road, Suite 115
Winter Park, Florida 32789

ARTICLE III NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock with no par value.

ARTICLE V TERMS OF EXISTENCE

This corporation shall exist perpetually,

ARTICLE VI
PREEMPTIVE RIGHTS

On the issuance of any new stock this corporation, each shareholder holding stock of the same kind, class or series being issued shall have the right to acquire his pro-rata share thereof at the price and on the terms at which it is offered to others.

ARTICLE VII
OFFICERS AND DIRECTORS

The corporation initially shall have two directors and two officers. The names and street addresses of the initial directors and the initial officers who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

President and Director	William M. Blackmer 1801 Lee Road, Suite 115 Winter Park, Florida 32789
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Secretary and Director	Lyle S. Rinke r 1801 Lee Road, Suite 115 Winter Park, Florida 32789
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ARTICLE VIII
INCORPORATOR

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

William M. Blackmer
1801 Lee Road
Suite 115
Winter Park, Florida 32789

IN WITNESS WHEREOF, the undersigned has hereto set his hand and sworn this 4th day of April, 1996.



William M. Blackmer, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer
duly authorized in the County and State aforesaid to take
acknowledge, personally appeared WILLIAM M. BLACKMER, who is

well know to me or
 produced _____ as identification,
and DID / DID NOT take an oath,

as the person described in and who executed the foregoing
Articles of Incorporation of DMG Telcom, Inc., and he
acknowledged before me that he executed the same for the uses and
purposes therein expressed.

Done this 14th day of April, 1996.



JODY-KAE VITE
My Commission CC880888
Expires Feb. 19, 2000

Jody Kae Vite
(Notary Public Signature)

Jody Vite
(Notary Public Printed Name)

Notary Public
My Commission Expires: FEB 19, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -5 PM 3:53

DMG TELCOM, INC.

ACCEPTANCE OF REGISTERED AGENT DESIGNATION IN ARTICLES OF INCORPORATION

WILLIAM M. BLACKMER, having a business address identical with the register office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

William M. Blackmer

WILLIAM M. BLACKMER
1801 LEE ROAD - SUITE 115
WINTER PARK, FLORIDA 32789

P96000031376

Lyle S. Rinker
537 Brookwood Lane
Maitland, FL 32751
22 July, 1997

Division of Corporation
PO Box 6327
Tallahassee, Florida 32314

This is to notify you that I resigned on April 26, 1997 as Secretary and from the Board of Directors of the following corporations:

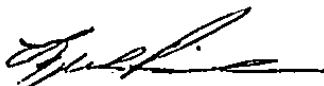
Digital Management Group, Inc.
DMG Global Link, Inc.
DMG Telecom, Inc.

700002266397--8
-084376-D1107--023
****103.00 *****35.00

A copy of my resignation, a notarized copy of reaffirmation of my resignation with return receipt signed by William M. Blackmer, President of the above corporations, is enclosed.

Please remove my name as Secretary of the above corporations, effective as of April 26, 1997. I would appreciate an acknowledgment.

Thank you for your cooperation.



Lyle S. Rinker

SECRETARY OF CORPORATION
DIVISION OF CORPORATION
97 AUG 11 PM 12:53
Off Rec
AUG 11 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 29, 1997

LYLE S. RINKER
537 BROOKWOOD LANE
MAITLAND, FL 32751

SUBJECT: DMG TELCOM, INC.
Ref. Number: P96000031376

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

To file a resignation as an officer or director with this office, the enclosed form should be completed and returned with a filing fee of \$35 per person resigning.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 897A00038127

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 11 PM 12:53

I, Lyle S. Rinker, hereby resign as Secretary/Director
(Title)

of DMG TELCOM, INC. Ref # P96000031376
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314