

John J. Mastrogiovanni  
300 Golfview Road, Suite 205  
North Palm Beach, FL 33408

*P0000007459*

September 2, 1999

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

900003038759--8  
-01/14/00--01045--017  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Pin High Wire and Cable, Inc.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation and Certificate of Designation for Registered Agent regarding the above-reference. Also enclosed is our check in the amount of \$122.50 for filing of the Articles. A self-addressed return envelope is enclosed for your convenience in the return of the certified copy of the Articles of Incorporation.

Thank you.

Sincerely,

John J. Mastrogiovanni

de/  
Enclosures

*[Signature]*  
*1/24*

**FILED**  
00 JAN 14 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**PIN HIGH WIRE AND CABLE, INC.**

**FILED**  
00 JAN 14 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned files these Articles of Incorporation for the purpose of forming a Corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, privileges, rights and immunities of a corporation for profit, and does hereby organize the Corporation with the name set forth below and adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the Corporation is Pin High Wire and Cable, Inc. (the "Corporation").

**ARTICLE II**

The period of duration of the Corporation is perpetual.

**ARTICLE III**

The purpose for which the Corporation is organized is the transaction of any or all lawful business under the Florida General Corporation Act.

**ARTICLE IV**

The aggregate number of all classes of stock which the Corporation has authority to issue is 1000 shares, \$1.00 par value.

**ARTICLE V**

No shareholder shall have any preemptive right whatsoever, and cumulative voting shall not be permitted.

**ARTICLE VI**

The principal place of business of the Corporation shall be North Palm Beach, Florida, and its mailing address shall be:

300 Golfview Road, Suite 205  
North Palm Beach, FL 33408

**ARTICLE VII**

The name of the registered agent and the street address of the initial registered office of the Corporation is:

John J. Mastrogiovanni  
300 Golfview Road, Suite 205  
North Palm Beach, FL 33408

#### ARTICLE VIII

The names and street addressees of the initial officers and directors, who shall hold office until the first meeting of the shareholders or until a successor shall have been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
John J. Mastrogiovanni President/Director	300 Golfview Road, Suite 205 North Palm Beach, FL 33408
James Michael Fazio Vice President/Director	300 Golfview Road, Suite 205 North Palm Beach, FL 33408
Gary Charles Gitto Treasurer/Director	300 Golfview Road, Suite 205 North Palm Beach, FL 33408
Vincent Michael Fazio Secretary/Director	300 Golfview Road, Suite 205 North Palm Beach, FL 33408

The number of directors may be increased or decreased from time to time by amendment to the By-Laws of the Corporation, provided that the Corporation shall at all times have at least one director.

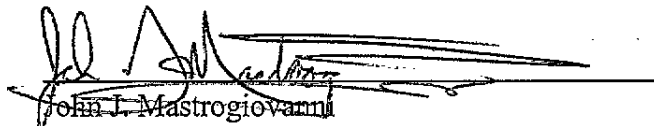
#### ARTICLE IX

The names and address of the Incorporator of the Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
John J. Mastrogiovanni	300 Golfview Road, Suite 205 North Palm Beach, FL 33408

IN WITNESS WHEREOF, I have hereunto set my hand this 2 day of  
September, 1999.

INCORPORATOR

  
John J. Mastrogiovanni

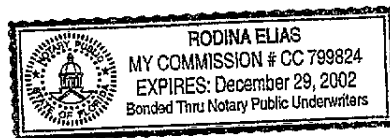
STATE OF FLORIDA

COUNTY OF PALM BEACH

)  
) SS  
)

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of September, 1999,  
by John J. Mastrogiovanni, who is personally known to me.

*Rodina Elias*  
\_\_\_\_\_  
Notary Public




**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is Pin High Wire and Cable, Inc.
2. The name and address of the registered agent and office is:

John J. Mastrogiovanni  
300 Golfview Road, Suite 205  
North Palm Beach, FL 33408

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

  
\_\_\_\_\_  
John J. Mastrogiovanni

Dated: 9-2-99

**FILED**  
00 JAN 14 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA