

F93000004485

American Communications Construction, Inc.
Requestor's Name

440 Interstate No. Pkwy.
Address

Atlanta Ga 30339
City/State/Zip Phone #

300002600389--8
-07/28/98--01055--001
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

No Forwarding Address

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

FILED
OCT 20 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait 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

N/C

VS OCT 21 1998

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 30, 1998

AMERICAN COMMUNICATIONS CONSTRUCTION, INC.
440 INTERSTATE NORTH PARKWAY
ATLANTA, GA 30339

SUBJECT: AMERICAN COMMUNICATIONS CONSTRUCTION, INC.
Ref. Number: F93000004485

We have received your document for AMERICAN COMMUNICATIONS CONSTRUCTION, 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):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

~~The name designated in your document is not available.~~ Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

*Rec'd 8/24
Div. 8 Corp.*

The document must have original signatures.

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 (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 698A00040143



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 25, 1998

AMERICAN COMMUNICATIONS CONSTRUCTION, INC.
440 INTERSTATE NO. PKWY
ATLANTA, GA 30339

SUBJECT: AMERICAN COMMUNICATIONS CONSTRUCTION, INC.
Ref. Number: F93000004485

We have received your document for AMERICAN COMMUNICATIONS CONSTRUCTION, 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):

You failed to make the correction(s) requested in our previous letter.

The document must have original signatures.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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 (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 998A00044031

*Rec'd 9/8
Div. of Corp*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 9, 1998

AMERICAN COMMUNICATIONS CONSTRUCTION, INC.
440 INTERSTATE NO. PKWY.
ATLANTA, GA 30339

SUBJECT: AMERICAN COMMUNICATIONS CONSTRUCTION, INC.
Ref. Number: F93000004485

We have received your document for AMERICAN COMMUNICATIONS CONSTRUCTION, 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):

You failed to make the correction(s) requested in our previous letter.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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 contact the undersigned before making corrections or returning your

*Rec'd 10/20
Div. of Corp*

document to this office.

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 (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 898A00045841

CLEAR
COMMUNICATIONS GROUP

October 19, 1998

Department of State
Amendments Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: American Communications Construction, Inc.
Ref. Number: F93000004485

We are returning the "Amendment to Application for Authorization to Transact Business" with corrections.

Our new phone number is (770) 763-5620.

Thank you,


Harold Osmon
Group Controller

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

FILED
09 OCT 20 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. American Communications Construction, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Georgia
Incorporated under laws of
3. September 30, 1993
Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 11-12-1997
5. Clear Communications Group, Inc.
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction

Michael W. Riley
Signature
Michael W. Riley
Typed or printed name

Feb 20th 1998
Date
President
Title

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 982430821
CONTROL NUMBER : 9113663
DATE INC/AUTH/FILED: 08/06/1991
JURISDICTION : GEORGIA
PRINT DATE : 08/31/1998
FORM NUMBER : 215

HAROLD OSMON
440 INTERSTATE NORTH PKWY.
ATLANTA GA 30339

CERTIFIED COPY

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

CLEAR COMMUNICATIONS GROUP, INC. A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the office of the Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

Lewis A. Massey

LEWIS A. MASSEY
SECRETARY OF STATE



Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 973170395
CONTROL NUMBER: 9113663
EFFECTIVE DATE: 11/12/1997
REFERENCE : 0077
PRINT DATE : 11/13/1997
FORM NUMBER : 412

VARNER, STEPHENS, HUMPHRIES & WHITE, LLP.
CAROL P. COGNITO
STE 1700 RIVERWOOD
3350 CUMBERLAND CIRCLE
ATLANTA, GEORGIA 30339

CERTIFICATE OF MERGER AND NAME CHANGE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

AMERICAN COMMUNICATIONS CONSTRUCTION, INC., a Georgia corporation

Changing its name to:

CLEAR COMMUNICATIONS GROUP, INC.

Nonsurviving Entity/Entities:

CLEAR COMMUNICATIONS GROUP, INC., a Georgia corporation



Lewis A. Massey

Lewis A. Massey
Secretary of State

**CERTIFICATE OF MERGER OF
AMERICAN COMMUNICATIONS CONSTRUCTION, INC.
AND
CLEAR COMMUNICATIONS GROUP, INC.**

I.

The Board of Directors and shareholders of American Communications Construction, Inc., a Georgia corporation ("ACCI"), and the Board of Directors and shareholders of Clear Communications Group, Inc., a Georgia corporation ("Clear"), have duly approved an Agreement and Plan of Merger on November 6, 1997.

II.

The name of the surviving corporation is American Communications Construction, Inc., a Georgia corporation.

III.

The executed Agreement and Plan of Merger is on file at the principal place of business of ACCI, which is located at 6100 Lake Forrest Drive, Suite 310, Atlanta, Georgia 30328.

IV.

The Amended and Restated Articles of Incorporation of ACCI is hereby amended as follows:

The name of the corporation set forth in Article I is changed to "Clear Communications Group, Inc."

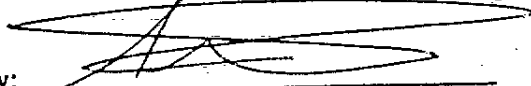
V.

A copy of the Agreement and Plan of Merger will be provided by Clear on request and without cost to any shareholder of ACCI or Clear.

VI.

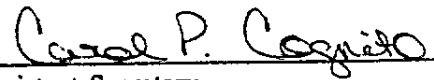
Pursuant to the Agreement and Plan of Merger, the merger of ACCI and Clear shall be effective as of the filing of this Certificate of Merger with the Secretary of State of the State of Georgia.

AMERICAN COMMUNICATIONS
CONSTRUCTION, INC.

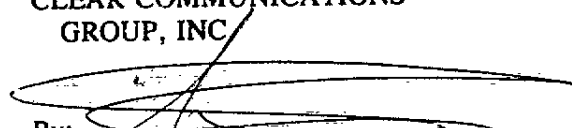
By: 
President

[CORPORATE SEAL]

Attest:

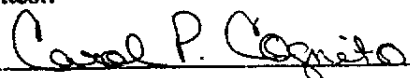

Assistant Secretary

CLEAR COMMUNICATIONS
GROUP, INC.

By: 
President

[CORPORATE SEAL]

Attest:


Assistant Secretary

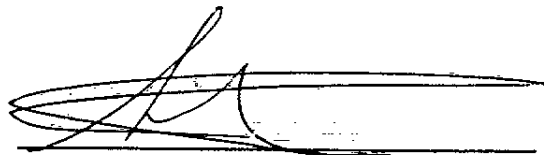
JHA\2054.000\MERGER.CR2

SECRETARY OF STATE
NOV 12 3 27 PM '97
BSR (1)

**CERTIFICATE REQUEST FOR
PUBLICATION OF NOTICE OF MERGER**

Pursuant to Section 14-2-1105.1 (a) of the Georgia Business Corporation Code, the undersigned hereby certifies that Clear Communications Group, Inc. has delivered to *Marietta Daily Journal*, which is a newspaper of general circulation published in Cobb County where the registered office of Clear Communications Group, Inc., is located, whose most recently published annual statement of ownership and circulation reflects a minimum of 60 percent paid circulation, a request to publish a notice of a merger by and between American Communications Construction, Inc., a Georgia corporation, and Clear Communications Group, Inc., a Georgia corporation. The undersigned certifies that Clear Communications Group, Inc., has tendered payment in the amount of Forty Dollars (\$40.00) to accompany the request for publication.

IN WITNESS WHEREOF, the undersigned has hereunto affixed his signature and the seal of this 6th day of November, 1997.



Stephen F. Johnston, Jr.
President

[CORPORATE SEAL]