

CAPITAL CONNECTION, INC.

401 E. Virginia St., Suite 100, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-7000
 FAX (904) 224-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

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

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME nc _____ CK No. _____
 BY _____

WALK-IN 5/2 11:00
 Will Pick Up

RE: National Communications
Network

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. G.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 _____
 PREPAID _____
 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, 10% per Annum.

THANK YOU
 from
 Your Capital Connection

96 MAY -6 PM 3:18
 SECRETARY OF STATE CORPORATION
 TALLAHASSEE, FLORIDA

FILED

95 MAY - 6 11:11 AM
RECEIVED



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 2, 1996

CAPITAL CONNECTION

SUBJECT: NATIONAL COMMUNICATIONS NETWORK, INC.
Ref. Number: W96000009350

We have received your document for **NATIONAL COMMUNICATIONS NETWORK, INC.** and your check(s) totalling \$131.25. However, the document has not been filed and is being retained in this office for the following:

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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 696A00021222

Corrections

SECRETARY'S CERTIFICATE

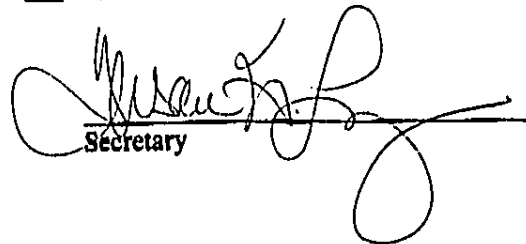
NATIONAL COMMUNICATIONS NETWORK, INC.

The undersigned, Secretary of NATIONAL COMMUNICATIONS NETWORK, INC., a Nevada corporation, does hereby certify that the following is a true and correct copy of resolutions duly adopted by the Directors of the corporation on May 1, 1996 and the same are in full force and effect as of the date hereof:

WHEREAS, this corporation has been advised by Secretary of State of Florida that its corporation name is unavailable for use in the State of Florida, be it

RESOLVED, that this corporation hereby adopts the name NCNI Commemoratives, Inc. as its alternate name to transact business in the State of Florida and the appropriate officers are hereby authorized to take such actions as they deem necessary or appropriate in connection with the foregoing, or as more particularly provided for in Section 607.1506 of the Florida Statutes.

IN WITNESS WHEREOF, I have set my hand this 3rd day of May, 1996.


Secretary

FILED
96 MAY -6 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. NATIONAL COMMUNICATIONS NETWORK, INC.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. NEVADA
(State or country under the law of which it is incorporated)
3. APRIL 23, 1992 4. PERPETUAL
(Date of Incorporation) (Duration)
5. APPLIED FOR
(Federal Employer Identification number, if applicable)
6. NONE YET. DOING BUSINESS IN ECA.
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 12864 BISCAYNE BLVD, SUITE 242, N. MIAMI, FL. 33181
(Current mailing address)
8. MARKETING
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: WILLIAM M. ALLEN
Address: 9701 BISCAYNE BLVD.
MIAMI, FL.

Vice Chairman: _____
Address: _____

Director: SUSAN E. LURVEY
Address: 6340 FOX RUN CIRCLE
JUPITER, FL.

Director: _____
Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. Officers:

President: JOEL BERNSTEIN
Address: 3151 FREEMAN ST.
MIAMI, FL. 33133

Vice President: _____
Address: _____

Secretary: SUSAN LURVEY
Address: 62412 FOX RUN CIRCLE
JUPITER, FL.

Treasurer: BEN MALTBY
Address: 3401 NW 44 ST. - APT 10
FT LAUDERDALE, FL. 33301

(If needed, you may attach an addendum to the application listing additional officers and directors.)

10. Name and Street address of Florida registered agent:

Name: Joel Bernstein
Office Address: 3151 Freeman Street
Miami, Florida 33133
Zip Code

11. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

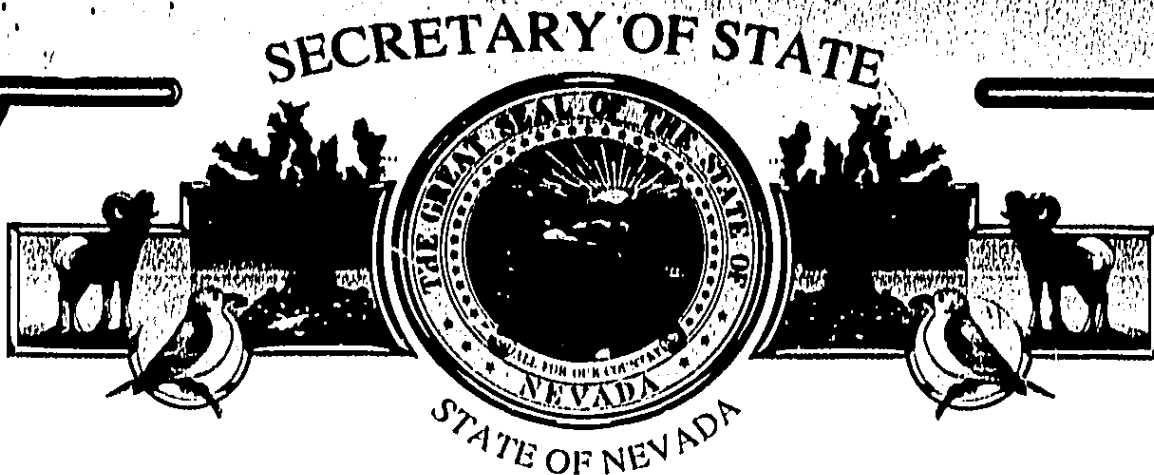
Registered agent's signature: Joel Bernstein

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. Joel Bernstein
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. President
(Name and capacity of person signing application)

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96 MAY - 8 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**CERTIFICATE OF CORPORATE EXISTENCE
(EXCLUDING AMENDMENTS)**

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **NATIONAL COMMUNICATIONS NETWORK, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, and is in good standing in this State.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on April 29, 1996.

Dean Heller

Secretary of State

By

L. M. Shapiro
Certification Clerk

FILED
96 MAY - 6 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NAME OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

APR 23 1982

4080-92
CERTIFICATE OF SECRETARY OF STATE

Callahan

ARTICLES OF INCORPORATION
OF
NATIONAL COMMUNICATIONS NETWORK, INC.

INVOICE #24220
FILING FEE \$425.00 K.R.
FILED BY: CT CORP
3810 CAREW TOWER
CINCINNATI OHIO 45202

The undersigned, acting as the incorporator of a corporation pursuant to Nevada Revised Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is National Communications Network, Inc.

ARTICLE II

The name and street address of the Corporation's registered agent is Corporation Trust of Nevada, One East First Street, Reno, Nevada 89501.

ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue is One Million (1,000,000) with par value of One Dollar (\$1.00) per share.

ARTICLE IV

The initial board of directors of the Corporation shall consist of three (3) Directors:

William Allen	9701 Biscayne Blvd. Miami Shores, FL 33153
Thomas Pratt	320 Newbury Altamonte Springs, FL 32701
Nina Allen	9701 Biscayne Blvd. Miami Shores, FL 33153

ARTICLE V

The name and mailing address of the incorporator is: Gary R. Matthews, 277 East High Street, Lexington, Kentucky 40507.

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SECRETARY OF STATE

FILED APR 23 1992 15132 CT COM: Cincinnati

FHA NO. 0002921338

P.4 P.03

Dated this 22nd day of April, 1992.

Gary R. Matthews
Gary R. Matthews, Incorporator

COMMONWEALTH OF KENTUCKY
FAYETTE COUNTY

On April 22nd 1992, personally appeared before me, a notary public, Gary R. Matthews, personally known to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument.

Gary R. Matthews 1-7-94
Signature

This instrument prepared by:

Gary R. Matthews, Attorney
277 East High Street - Suite 300
Lexington, KY 40507

RECEIVED *ir*
12:35
APR 23 1992

Secretary of State

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