

1201 HAYN STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

L9600000/087



PRESIDENTIAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 120470 10063A

AUTHORIZATION :

800001982098--6
-10/21/96--01071--034
*****285.00 *****285.00

COST LIMIT : \$

ORDER DATE : October 15, 1996

ORDER TIME : 1:41 PM

ORDER NO. : 120470-005

CUSTOMER NO: 10063A

CUSTOMER: Geoffrey Vining, Esq
C. GEOFFREY VINING, ESQUIRE

Suite 501
230 South Florida Avenue
Lakeland, FL 33801

FILED
95 OCT 15 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: HIGHLANDER COMMUNICATIONS,
L.C.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

285.00 F.F

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DIVISION OF CORPORATION

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10.15.96

ARTICLES OF ORGANIZATION
FOR

HIGHLANDER COMMUNICATIONS, L.C.

ARTICLE I - Name

The name of the Limited Liability Company is:

HIGHLANDER COMMUNICATIONS, L.C.

ARTICLE II - Address

The mailing address and street address of the principal office
of the Limited Liability Company is:

500 South Florida Avenue
Suite 600
Lakeland, Florida 33801

ARTICLE III - Duration

The Company will have perpetual existence.

ARTICLE IV - Management

The limited Liability Company is to be managed by a manager
or managers and the name and address of such manager who is to
serve as manager is:

Kenneth Black
500 South Florida Avenue
Suite 600
Lakeland, Florida 33801

ARTICLE V - Admission of Additional Members

New members may be admitted as may be unanimously agreed to
by the full membership.

ARTICLE VI - Members Rights to Continue Business

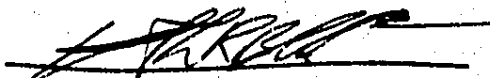
The remaining members of the limited liability company may
avoid dissolution under this Article in order to continue the
business on the death, retirement, resignation, expulsion,

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TALLAHASSEE, FLORIDA
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'bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

To avoid dissolution under this Article, the Company must have at least two remaining members. If a disassociation leaves the company with only one remaining member, that member may admit an additional member. In addition to any means for avoiding dissolution provided by Statute, dissolution is avoided upon the disassociation of a member if, within 90 days of the disassociation, consent to avoid dissolution is obtained from all of the remaining members. The consent may be by vote, at a properly called member meeting, or in writing.

Executed this 3 day of October, 1996.



(Signature of member)

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

PURSUANT to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the state of Florida.

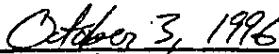
1. The name of the limited liability company is:
HIGHLANDER COMMUNICATIONS, L.C.
2. The name and address of the registered agent and office is:

Kenneth Black
500 South Florida Avenue
Suite 600
Lakeland, Florida 33801

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.



KENNETH BLACK
Member and Registered Agent



(Date)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of HIGHLANDER COMMUNICATIONS, L.C., deposes and says:

1) The above named limited liability company has at least two members.

2) The total amount of cash contributed by the members is \$ 2,000⁰⁰.

3) If any, the agreed value of property other than cash contributed by members is \$ 0. A description of the property is attached and made a part hereto.

4) The total amount of cash or property anticipated to be contributed by members is \$ 2,000⁰⁰. This total includes amounts from 2 and 3 above.



(Signature of member)

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