CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 Communications, 300003101053--8 -01/18/00--01075--018 *****78.75 ******78.75 Cest. Art of Inc. File_ LTD Partnership File____ Foreign Corp. File__ L.C. File_ Fictitious Name File_ Trade/Service Mark_ Merger File_ Art. of Amend. File_ RA Resignation_ Dissolution / Withdrawal_ Annual Report / Reinstatement_ Cert. Copy_ Photo Copy_

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ARTICLES OF INCORPORATION

OF

WHITNEY COMMUNICATIONS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is WHITNEY COMMUNICATIONS, INC

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 130 Harbor View Drive, Tavernier, FL 33070.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100) shares having a par value of zero dollars (\$0.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Ernest A. Traad, 85998 Overseas Highway, Second Floor, Islamorada, FL 33036.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is David C. Whitney, P.O. Box 1168, Tavernier, FL 33070.

The undersigned has executed these Articles of Incorporation this 18th day of January 2000.

"Capital Connection, Inc. by Lance L. McGee, Client Representative"

Lance L. Mu

CERTIFICATE OF DESIGNATION

850 222 1222

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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	corpora	tion is:	whitney	Communicatio	ns, inc.
2.	The name ERNeSH	and s	treet add	dress of	the regi	stered agent	and office
	85998	overse	as Highu , FL. 3	vay sec	ond Floor		

HAVE 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.

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SECRETARY OF STATE
TALL ALASSEF FLORIDA