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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

## FLORIDA PROFIT CORPORATION OR P.A.

D &amp; E COMMUNICATIONS, INC.

Certificate of Status	0
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B. McKnight APR 03 2000

**ARTICLES OF INCORPORATION**

For:

**D & E Communications, Inc.**

Acting as incorporator of a corporation under the Florida General Corporation Act, the undersigned, a natural person competent to contract, adopts the following Articles of Incorporation for such Corporation.

**First**

The name of the Corporation is: **D & E Communications, Inc.**

**Second**

The period of duration of the Corporation is to be perpetual.

**Third**

The purpose or purposes for which the Corporation is organized is to engage in and conduct any and all business activities permitted under the laws of the United States and of the State of Florida.

**Fourth**

The aggregate number of shares which the Corporation is authorized to issue is: 1000 (ONE THOUSAND). Such shares shall be of Common Stock having a par value of ONE AND NO/100 (\$1.00) DOLLAR per share. The holders of the outstanding capital stock shall be entitled to receive, when, and as declared by the Board of Directors, dividends payable in cash, in property, or in shares of the unissued capital stock of the Corporation. The Common Shares of the Corporation are not to be divided into classes.

**Fifth**

The street address of the initial Registered Office of this Corporation is: 1737 S W 108<sup>th</sup> Way, Davie, FL 33324.

The name of the initial Registered Agent is: Eric Diaz  
Currently located at: 1737 S. W. 108<sup>th</sup> Way, Davie, FL 33324

The principal office and mailing address of the Corporation is also: 1737 S. W. 108<sup>th</sup> Way, Davie, FL 33324

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Sixth

The Corporation shall have (1) ONE Director, initially. The number of Directors may be either increased or decreased, from time to time, by the By-Laws, but, shall never be less than one (1). The name and address of the initial Director of this Corporation is:

Eric Diaz 1737 S. W. 108<sup>th</sup> Way, Davie, FL 33324

Seventh

The name and address of the initial incorporator and person signing these Articles of Incorporation is: Eric Diaz, at the same address.

Eighth

The shareholders shall have the power to adopt, amend, alter, change, and repeal the Articles of Incorporation when proposed and approved at a Shareholders' Meeting, with an affirming vote of no less than a majority of the outstanding Common Stock.

Ninth

Shares held by the initial shareholders may not be sold or otherwise transferred to another person unless first offered to the remaining shareholders, or to this Corporation, at prices and terms, which, at the time within which those shares may be offered and sold, shall be further specified as the prices at which such shares are offered to others.

Tenth

The shareholders shall have pre-emptive rights to purchase at prices, terms, and conditions, which shall be fixed by the Board of Directors, such of the stock of this Corporation as may be used for money, or any property or service, from time to time, which would increase that stock authorized and issued by the Corporation.

Pursuant to the FIFTH Article above, I herewith accept designation as initial Registered Agent for the Corporation

*Eric Diaz*  
Eric Diaz

IN WITNESS WHEREOF, The undersigned has made and subscribed to these Articles of Incorporation, at: MIAMI, DADE COUNTY, Florida this 30<sup>th</sup> day of March, 2000.

*Eric Diaz*  
Eric Diaz

State of: Florida  
County of: Dade

The foregoing instrument was acknowledged before me on this date: March 30, 2000, by Eric Diaz, President, of D & E Communications, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me and did take an oath.

*Roy E. Gushwa*  
Roy E. Gushwa

NOTARY PUBLIC - STATE OF FLORIDA  
ROY E. GUSHWA  
COMMISSION # CC591772  
EXPIRES 12-9-2000  
BONDED THRU AREA 1-2000 NOTARY-1

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