

TRANSMITTAL CENTER
P000000062534

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: BAYTEL COMMUNICATIONS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700003306997--5
-06/28/00--01001--021
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Charithina Bryant Abney
Name (Printed or typed)

3258 NW 22nd Avenue
Address

Oakland Park, FL 33309
City, State & Zip

(954) 731-2339
Daytime Telephone number

APPROVED
AND
FILED
00 JUN 27 PM 4: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 JUN 27 PM 4: 47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

NOTE: Please provide the original and one copy of the articles.

PU 6/27

ARTICLES OF INCORPORATION
OF
BAYTEL COMMUNICATIONS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is:

BAYTEL COMMUNICATIONS, INC.

ARTICLE II - NATURE OF BUSINESS

The general character and nature of the business to be transacted by this corporation is:

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Seventy-Five Hundred (7,500) shares of common stock, each share having a par value of one (\$1.00) Dollar currency of the United States of America.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

In the event that any authorized, but unissued stock, is to be issued, or any new class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bonds, notes, debentures, or other securities, convertible into stock, are to be issued, the holders of shares of the corporation at the time such authorized, but unissued stock, such new class of stock, or such increase is offered for subscription or such bonds, notes, debentures, or other securities convertible into stock, are offered for

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sale, shall have the right to subscribe for the share of such authorized, but unissued stock, the shares of such new class of stock, the shares of such increased stock, or to buy such bonds, notes, debentures, or other securities, convertible into stock, before the same is offered for public subscription or sale, in proportion to the number of shares owned respectively by each of the holders of such stock.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial address of the principal office of the corporation is to be 1915 Brickell Avenue, Suite C-801, Miami, Florida 33129. The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - INITIAL DIRECTORS

The number of Directors may be increased from time to time, but the number of directors shall never be less than one. The name and address of the first Board of Directors, who shall hold office until their successors are elected or appointed and have qualified, are as follows:

Eugene Ford, Jr.	1915 Brickell Avenue, Suite C-801 Miami, Florida 33129
Marvin Holloway	1915 Brickell Avenue, Suite C-801 Miami, Florida 33129

ARTICLE VIII - INITIAL OFFICERS

The name and address of the first Officers who shall hold office until their successors are elected or appointed and have qualified, are as follows:

Eugene Ford, Jr. President	1915 Brickell Avenue, Suite C-801 Miami, Florida 33129
Marvin Holloway Secretary/Treasurer	1915 Brickell Avenue, Suite C-801 Miami, Florida 33129

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

Chanthina Bryant Abney
3258 N.W. 22nd Avenue
Oakland Park, Florida 33309

ARTICLE X - CONFLICT OF INTEREST

No contract between this corporation and other corporations or another individual shall be invalidated solely by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this corporation.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - REGISTERED AGENT/SERVICE OF PROCESS

The initial name and street address whereupon all legal service shall be made is Chanthina Bryant Abney, the Registered Agent, at 3258 N.W. 22nd Avenue, Oakland Park, Florida 33309. The Board of Directors may from time to time designate such other address and place for the registered office of this corporation as it may see fit.

XIII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified and held harmless by the corporation against any and all claims and/or liabilities to which he has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such director or officer, and the corporation shall reimburse each such person for all legal expenses including legal expenses on any appeal matter.

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 607, Florida Statutes, BAYTEL COMMUNICATIONS, INC., with its principal place of business at 1915 Brickell Avenue, Suite C-801, Miami, Florida 33129, has named Chanthina Bryant Abney, Attorney at Law, as its Agent to accept service of process.

DATED this _____ day of June, 2000.

Chanthina B. Abney
Chanthina Bryant Abney, Incorporator

Having been designated to accept service of process for BAYTEL COMMUNICATIONS, INC., at the place designated above, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this _____ day of June, 2000.

BY: Chanthina B. Abney
Chanthina Bryant Abney
Florida Bar No. 0121738

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TALLAHASSEE, FLORIDA

The right of indemnification hereinabove provided shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

IN WITNESS WHEREOF, the foregoing Articles of Incorporation were executed this 26th day of June, 2000.

X Chanthina Bryant Abney
By: Chanthina Bryant Abney, Incorporator

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 26th day of June, 2000 by Chanthina Bryant Abney.

Signature: Karen G. Mcnee

Name: Karen G. Mcnee

My Commission Expires:

