

P00000077922

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000043338 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

communications financial corporation

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 17 PM 12:36

B. McKnight AUG 17 2000

H 0000004 3338

ARTICLES OF INCORPORATION

5

OF

COMMUNICATIONS FINANCIAL CORPORATION

ARTICLE I- NAME

The name of the corporation is Communications Financial Corporation

ARTICLE II- ADDRESS

The principal office or mailing address of this corporation shall be located at:

Communications Financial Corporation
100 S. Biscayne Blvd., Suite 800
Miami, FL 33131

ARTICLE III- DURATION

This corporation shall exist in perpetuity.

ARTICLE IV- PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 S. Biscayne Blvd., Suite 800, Miami, FL 33131 and the name of the registered agent of this corporation is J. T. HALEY.

ARTICLE VI- CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

-1-

H 0000004 3338

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 17 PM 12:36

H 0000004 3 33 8

ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

President and Secretary: Raymond A. Bealm
1 Forrest Ridge Road
Linville Ridge Country Club,
Highway 105
Linville, NC 28646

Vice President and Treasurer: J. T. Haley, Esquire
100 S. Biscayne Blvd., Suite 800
Miami, FL 33131

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is:

J. T. Haley, Esquire
100 S. Biscayne Blvd., Suite 800
Miami, FL 33131

ARTICLE IX- BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI- INDEMNIFICATION

This corporation shall indemnify any former officer or director, to the full extent permitted by law.

H 0000004 3 33 8

H 00000043338

ARTICLE XII- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 9 day of August, 2000.


J. T. HALEY, Esquire

STATE OF FLORIDA
SS
COUNTY OF MIAMI-DADE

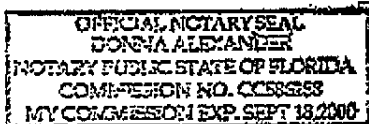
BEFORE ME, the undersigned authority, personally appeared J. T. Haley, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as subscribed hereto.

WITNESS my hand and official seal this 9th day of August, 2000.


Notary Public, State of Florida

Printed Name: DONNA ALEXANDER

My commission expires:



H 00000043338

H 00000043338

DESIGNATION OF REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, COMMUNICATIONS FINANCIAL CORPORATION, desiring to organize under the Laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named J. T. Haley as its Registered Agent to accept service of process within this State.

Acceptance of appointment as
Registered Agent


J. T. HALEY

This instrument prepared by:

J. T. Haley, Esquire
100 S. Biscayne Blvd.,
Suite 800
Miami, FL 33131
FBN: 131633

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 17 PM 12:36

-4-

H 00000043338

WPDGFORMSART-INC