

TRANSMITTAL LETTER

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

800003442639--6  
-10/27/00--01079--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Kingsmen Communications, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 OCT 27 PM 12:45

FILED

FROM: Kingsmen Communications, Inc.  
Name (Printed or typed)

12960 Ogden Rd  
Address

Pensacola, FL 32506  
City, State & Zip

850-453-2488  
Daytime Telephone number

F. CHESTER OCT 3 0 2000

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

**ARTICLES OF INCORPORATION**

**-OF -**

**KINGSMEN COMMUNICATIONS, INC.**

STATE OF FLORIDA

COUNTY OF ESCAMBIA

We the undersigned individuals, hereby associate ourselves for the purpose of becoming a Corporation under the laws of the State of Florida under the provisions of these Articles of Incorporation, it-wit:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 OCT 27 PM 12:45

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**Article I**

The name of this corporation shall be **KINGSMEN COMMUNICATIONS, INC.**

**Article II**

The general nature of the business to be conducted by this Corporation shall be as follows, to-wit:

To engage in the sale of telecommunication services, including local and long distance telephone service as well as internet service. To purchase, hold, sell, improve and lease real estate, and mortgage and encumber the same, and to erect, manage, care for and maintain, extend and alter buildings thereon, within or without Florida. To acquire the good will, rights and property and to undertake the whole or any part of the asset and liabilities of any person, firm, association or corporation, to pay for the same in case, the stock of this company, bonds or otherwise, to hold or in any manner to dispose of, the whole or any part of the property so purchased, to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business, within or without Florida.

To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, town, city county, body politic, state, territory, government of colony or dependency thereof, within or without the State of Florida.

To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Florida, without restriction as to place or amount.

The objects and purposes specified herein shall be regarded as independent objects and purposes, and, except where otherwise expressed, shall be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles of Incorporation. The foregoing shall be constructed both as objects and powers

and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this Corporation by the laws of Florida.

### **Article III**

The maximum number of shares of stock the Corporation is authorized to have outstanding at any time is One hundred (100) shares of common stock with a par value of \$100.00 per share and all of one class.

### **Article IV**

The amount of capital with which the Corporation shall begin business shall be the sum of Ten Thousand Dollars and no/100 (\$10,000.00).

### **Article V**

The period of the existence of this Corporation shall be perpetual.

### **Article VI**

The street address of the registered office of the Corporation shall be: 12960 Ogden Road, Pensacola, Florida 32506 and the initial registered Agent at that address is: **FREDRICK DEAN ELLIOTT**.

### **Article VII**

The number of directors of this Corporation shall be not less than one (1) and no more than ten (10).

### **Article VIII**

The name and post office address of the members of the first Board of Directors and the President who shall hold office for the first year of the Corporation's existence or until his/her successors are elected or appointed and have qualifiers are:

### **Board of Directors**

CLARENCE L. PYRITZ, JR.- 4608 Riley Road, Milton, Florida 32583  
FREDRICK DEAN ELLIOTT- 12960 Ogden Road, Pensacola, Florida 32506

### **Officers**

FREDRICK DEAN ELLIOTT- 12960 Ogden Road, Pensacola, Florida 32506- CEO

CLARENCE LAVERNE PYRITZ, JR.- 4608 Riley Road, Milton, Florida 32583-  
PRESIDENT

### **Article IX**

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

FREDRICK DEAN ELLIOTT- 12960 Ogden Road, Pensacola, Florida 32506. Fifty-one (51) shares of common stock.

CLARENCE LAVERNE PYRITZ, JR.- 4608 Riley Road, Milton, Florida 32583. Forty-nine (49) shares of common stock.

### **Article X**

By-laws not inconsistent with those adopted by the stockholders may be adopted by a two-thirds majority vote of the Board of Directors. By-laws may be adopted by a majority vote of the stockholders. No By-laws shall become effective unless and until the same shall have been transcribed, entered and maintained in the Corporate By-law Record Book which shall be kept by the President and which shall at all reasonable times be open to inspection of any stockholder or Director.

STATE OF FLORIDA

COUNTY OF SANTA ROSA

I DO HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, CLARENCE LAVERNE PYRITZ, JR. to me well known, and well known to me to be the Incorporators described in and who executed the foregoing Articles of Incorporation and they did acknowledge to and before me that they executed the same for the uses and purposes therein express.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal this 23 day of October, 2000.

Identification: FID1 P632-112-61-301-0

Mary A. Henderson  
NOTARY PUBLIC



STATE OF FLORIDA

COUNTY OF ESAMBIA

I DO HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, FREDRICK DEAN ELLIOTT, to me well known, and well known to me to be the Incorporators described in and who executed the foregoing Articles of Incorporation and they did acknowledge to and before me that they executed the same for the uses and purposes therein express.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal this 23 day of October, 2000.

Identification: FID1 E420-244-58-271

Mary A. Henderson  
NOTARY PUBLIC



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in  
compliance with said act:

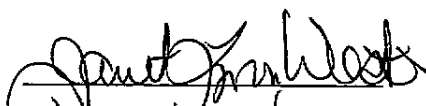

That **KINGSMEN COMMUNICATION, INC.**, desiring to organize under the laws  
of the State of Florida with its principal office, as indicated in the Articles of  
Incorporation at 12960 Ogden Road, Pensacola, Florida 32506 has named FREDRICK  
DEAN ELLIOTT, located at 12960 Ogden Road, Pensacola, Florida 32506 as its  
registered agent to accept service of process within the State of Florida.


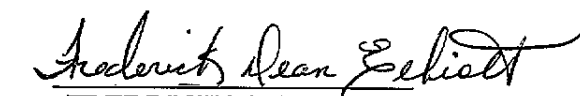
**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated Corporation, at  
place designated in this Certificate, I hereby accept to act in this capacity, and agree to  
comply with the provision of said Act relative to keeping open said office.

BY: Frederick Dean Elliott  
REGISTERED AGENT

IN WITNESS WHEREOF, the subscribers to these Articles of Incorporation have hereunto set their hands and affixed their seals on this the 23 day of October 2000.

  
Janet Lynn Weston  
  
CLARENCE LAVERNE PYRITZ, JR.  
Drivers' License # P632-112-61-301-0

  
May C. Henderson  
  
FREDRICK DEAN ELLIOTT  
Drivers' License # E430-244-58-271-0

FILED

00 OCT 27 PM 12:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA