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TRANSMITTAL LETTER

FILED

00NOV20 AM 8:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-11/21/00--01008--012
*****78.75 *****78.75

SUBJECT: Pinnacle Conference Network, 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

FROM: Clifford Brown II
Name (Printed or typed)

4241 Baymeadows Road, Suite 9
Address

Jacksonville, Florida 32217
City, State & Zip

(904) 448-8361
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
PINNACLE CONFERENCE NETWORK, INC.

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ARTICLE I - NAME

The name of this Corporation is Pinnacle Conference Network, Inc.

ARTICLE II - INITIAL PRINCIPAL OFFICER

The street address of the initial principal office of this Corporation is 4241 Baymeadows Road, Suite 9, Jacksonville, Florida 32217.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares, all of which shall be of the par value of One Cent (\$.01) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4241 Baymeadows Road, Suite 9, Jacksonville, Florida 32217 and the name of its initial registered agent at such address is Clifford Brown II.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2), and the name and address of the persons who are to serve as the initial directors are Clifford Brown II, 7595 Baymeadows Circle West, #201, Jacksonville, Florida 32256 and Lizetta Brown, 7595 Baymeadows Circle West, #201, Jacksonville, Florida 32256.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Clifford Brown II, 7595 Baymeadows Circle West, #201, Jacksonville, Florida 32256.

ARTICLE IX - INDEMNIFICATION

Directors and officers of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE X - MISCELLANEOUS

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are

made for the regulation of the business and the conduct of the affairs of the Corporation:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the By-Laws as constituted from time to time, expressly conferred upon or reserved to the stockholders.


(2) Subject always to such By-Laws as may be adopted from time to time by the stockholders, the Board of Directors is expressly authorized to adopt, alter and amend the By-Laws of the corporation, but any By-Law adopted, altered or amended by the Directors may be altered, amended or repealed by the stockholders.

(3) The Corporation shall have such officers as from time to time may be provided in the By-Laws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.


ARTICLE XI - AMENDMENTS

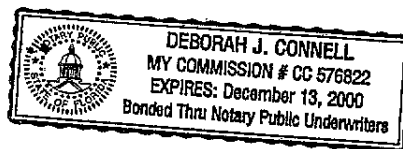
This Corporation reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13 day of November, 2000.


Clifford Brown II

The foregoing instrument was acknowledged before me this 13th day of November, 2000 by Clifford Brown II. He is personally known to me.


Notary Public for the State
of Florida at Large



My Commission Expires: 12/13/2000

Commission Number: #576822

UNANIMOUS WRITTEN CONSENTS TO RESOLUTIONS IN
LIEU OF ORGANIZATIONAL MEETING OF THE
SHAREHOLDERS OF PINNACLE CONFERENCE NETWORK, INC.

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TALLAHASSEE, FLORIDA

Pursuant to the authority contained in Section 607.0704,
Florida Statutes (1997) the adoption of the following
resolution is consented to by the undersigned, who are all the
shareholders of this Corporation:

RESOLVED, that Clifford Brown II and Lizetta
Brown are elected as the Initial directors of
the Corporation to Serve in such capacity until
the next Annual meeting of the Shareholders or
Their sooner removal, resignation or Death.



Clifford Brown II

Date: 11/13/00



Lizetta Brown

Date: 11.13.00