

S.O.S COMMUNICATIONS
1440- 4 DUNN AVENUE
JACKSONVILLE, FLORIDA 32218
(904) 757-0221

PO1000019313

February 17, 2001

Florida Department of State
Division of Corporations
P. O. Box 6367
Tallahassee, Florida 32314

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-02/21/01--01061--011
****131.25 *****87.50

Subject: S.O.S Communications, Incorporated (Proposed Corporate Name)

Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$131.25 for filing fee, certified copy of the Articles of Incorporation and certificate.

Sincerely,

Samuel P. Williams Sr.

Samuel Williams
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
S.O.S COMMUNICATIONS, INCORPORATED

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation shall be – S.O.S Communications, Incorporated.

ARTICLE II – PRINCIPAL OFFICE

The Principal office of the Corporation is 1440-4 Dunn Avenue, Jacksonville, Florida 32218.

ARTICLE III – PURPOSES

The purposes of the Corporation involve retail and wholesale distribution of all forms of telecommunication devices and systems, including but not limited to, digital telephones, pagers, two-way paging watches and accessories. Text messaging systems are also included in the Corporation's purposes.

The foregoing purposes and activities will be interpreted as examples only and not as limitation, and nothing therein shall be deemed as prohibiting this Corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

ARTICLE IV – POWERS

The Corporation shall have all the powers enumerated in the Florida Business Act.

ARTICLE V – SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that his Corporation is authorized to have outstanding at any given time is 2,000.

ARTICLE VI – REGISTERED AGENT

The registered agent of the Corporation is Charles McGriff, 1440-4 Dunn Avenue, Jacksonville, Florida 32218.

ARTICLE VII – BOARD OF DIRECTORS

The initial Board of Directors shall have four (4) members whose names and addresses are the following:

President and Secretary – Samuel Williams, 1440-4 Dunn Avenue, Jacksonville, Florida 32218.

Vice President and Treasurer – Charles McGriff, 1440-4 Dunn Avenue, Jacksonville, Florida 32218.

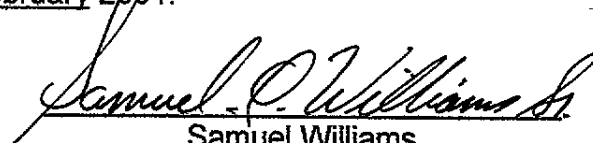
Board Member - Robert L. McGriff, 14490-4 Dunn Avenue, Jacksonville, Florida 32218

Board Member - Curtis L. McGriff, 1440-4 Dunn Avenue, Jacksonville, Florida 32218

ARTICLE III – INCORPORATOR

The incorporator of this Corporation is Samuel Williams, 1440-4 Dunn Avenue, Jacksonville, Florida 32218.

The undersigned incorporator has executed these Articles of Incorporation this ___17th___ day of February 2001.


Samuel Williams
Incorporator

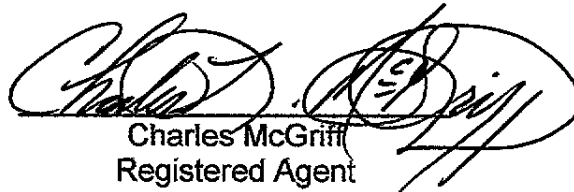
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to Florida law, the Undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered agent and registered office, in the State of Florida.

1. The name of the Corporation is – S.O.S Communications, Incorporated
2. The name and address of the registered agent and office are:

Charles McGriff
1440-4 Dunn Avenue
Jacksonville, Florida 32218

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


Charles McGriff
Registered Agent

2/17/2001
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA