

PD0000038978

TRANSMITTAL LETTER

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

EFFECTIVE DATE
04-06-2001

FILED

01 APR 13 AM 8:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subject: Five Star Communications, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00.

From: Lonny K. McDougal
11609 South Orange Blossom Trail
Orlando, FL 32837
407-855-4183

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-04/13/01--01101--022
*****70.00 *****70.00

Marie Donohue GAVE
AUTHORIZATION BY PHONE TO
CORRECT EFFECT. Date
DATE 4-18
DOC. EXAM CB

CERTIFICATE OF INCORPORATION

OF

Five Star Communications, Inc.

EFFECTIVE DATE
04-06-2001

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

**FIRST
IDENTIFICATION**

The name of the corporation, hereinafter referred to as the "Corporation," is Five Star Communications, Inc .

**SECOND
PERIOD OF EXISTENCE**

The period during which the corporation shall continue is perpetual.

**THIRD
REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Corporation is 11609 South Orange Blossom Trail, Orlando, FL 32837. The mailing address of the registered office is 11609 South Orange Blossom Trail, Orlando FL 32837 and the name and address of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served is, Lonny K. McDougal, 11609 South Orange Blossom Trail, Orlando, FL 32837.

**FOURTH
PURPOSE**

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

FIFTH SHARES

The total authorized capital stock of the Corporation is 100 shares having a Par Value of \$1.00. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

SIXTH INCORPORATOR'S ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

Lonny K. McDougal
11609 South Orange Blossom Trail
Orlando, FL 32837

SEVENTH DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name (s) and mailing addresses of persons who are serve as director (s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

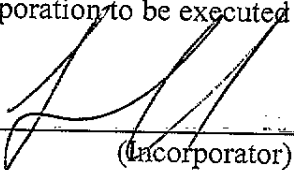
Lonny K. McDougal
11609 South Orange Blossom Trail
Orlando, FL 32837

EIGHTH INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or it's stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be April 6, 2001.

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of April 6, 2001.


(Incorporator)
STATE OF FLORIDA)
COUNTY OF)

The foregoing Articles of Incorporation were acknowledged before me, this 23 day of March, 2001.


NOTARY PUBLIC State of Florida

My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
MARIE AMBROGIO
COMMISSION # CC844369
EXPIRES 6/8/2003
BONDED THRU ASA 1-888-NOTARY1

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Lonny K. McDougal, being appointed in the following Articles of Incorporation as the Registered Agent for Five Star Communications, Inc., accepts the appointment as registered agent for said corporation this 16 day of April, 2001.

4-1-01

Date


Name

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA