

Division of Corporations

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TALLAHASSEE, FLORIDA

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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : ACE INDUSTRIES, INC.  
Account Number : 070744001530  
Phone : (305) 358-2571  
Fax Number : (305) 358-7832

**FLORIDA PROFIT CORPORATION OR P.A.**  
**COMMUNICATIONS ANALYSIS GROUP INC.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF COMMUNICATIONS ANALYSIS GROUP INC.**

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**ARTICLE I: NAME**

The name of the corporation is: COMMUNICATIONS ANALYSIS GROUP INC.

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal address of the corporation is: 17360 SOUTH DIXIE  
HIGHWAY MIAMI, FLORIDA 33157.

**ARTICLE III: DURATION**

The period of duration of the corporation shall be perpetual unless dissolved according to  
law.

**ARTICLE IV: PURPOSES**

The purpose of the corporation is as follows:

1. Research and analysis of the telecommunication industry.
2. Transacting any and all lawful business for which a corporation may be incorporated  
under Florida Statutes.

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#### **ARTICLE V**

This corporation is authorized to issue 100 shares of no par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at just valuation to be fixed by the Board of Directors.

#### **ARTICLE VI-VOTING**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, with one vote to be cast per share.

#### **ARTICLE VII: PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

#### **ARTICLE VIII: BOARD OF DIRECTORS**

The initial Board of Directors shall consist of three (3) members. The names and addresses of the Directors are as follows:

Mr. Michael Carter President  
6300 Sedgewyck Circle west  
Davie, Fl 33331

Mr. D. Anthony Gooden Vice-President/Sec  
20351 S.W 117 Court  
Miami, Fl 33177

Mr. August Conde Vice-President/Treasurer  
15541 S.W 112 Drive  
Miami, Fl 33196

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## ARTICLE IX: INDEMNIFICATION

The corporation shall indemnify any officer or officers or any former officer or director, to the fullest extent permitted by law either now existing or hereinafter enacted.

## ARTICLE X

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation pecuniarily or otherwise interested in, or are directors, or officer of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such director or officer of such other corporation, or not so interested.

## ARTICLE XI:

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever.

The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

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**ARTICLE XII: INCORPORATOR**

The name and street address of the incorporator is as follows:

DEAN A. DALEY

16314 SW 103 Court

Miami, Florida 33157

The undersigned incorporator has executed these Articles of Incorporation this Sixth day of September 2002.



\_\_\_\_\_  
Dean A. Daley

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**DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

COMMUNICATIONS ANALYSIS GROUP INC.

2. The name and address of the registered agent and office is:

Mr. August Conde  
15541 S.W 112 Drive  
Miami, Fl 33196

I, the undersigned hereby accept the appointment as registered agent and agree to act on this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Dated: 9/6/02

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