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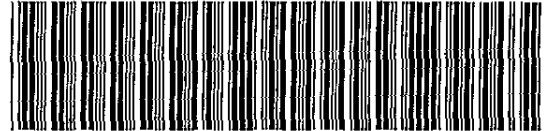
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**REPLY TO: BRUCE A. McDONALD**  
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December 31, 2002

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


RE: WKD Cable TV Consultants Corp.

Dear Sir:

Enclosed please find Articles of Incorporation of WKD Cable TV Consultants Corp. and Acceptance of Appointment of Registered Agent. Also, please find our check for \$78.75 to cover the filing fee for a profit corporation, and registered agent designation. Please send us back a copy of these Articles (copy enclosed) showing your receipt of same.

If you should have any problems or concerns, please do not hesitate to contact my office.

Very truly yours,



Bruce A. McDonald

BAM/bmr  
Enc.

**ARTICLES OF INCORPORATION  
OF  
WKD CABLE TV CONSULTANTS CORP.**

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TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**NAME**

The name of this corporation is WKD Cable TV Consultants Corp.

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually, commencing upon the date of execution of these Articles.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States.

**ARTICLE IV**

**PRINCIPAL OFFICE; MAILING ADDRESS**

The principal office is located at 550 E. Heinberg Street, Pensacola, Florida 32501. The mailing address of the corporation is 550 E. Heinberg Street, Pensacola, Florida 32501.

**ARTICLE V**  
**CAPITAL STOCK**

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

**ARTICLE VI**  
**PREEMPTIVE RIGHTS**

Every shareholder upon the sale 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 the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 550 E. Heinberg Street, Pensacola, FL 32501, and the name of this corporation's initial registered agent is Wolfgang Kurt Domschke, Jr.

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors is one (1), whose name and address is:

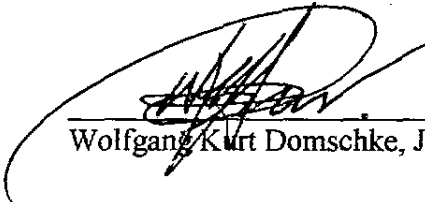
Wolfgang Kurt Domschke, Jr.  
550 E. Heinberg Street  
Pensacola, FL 32501

**ARTICLE IX**

**INCORPORATOR(S)**

The name and address of the incorporator is Wolfgang Kurt Domschke, Jr., at 550  
E. Heinberg Street, Pensacola, FL 32501.

IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation this 31<sup>ST</sup> day of Dec., 2002.


  
\_\_\_\_\_  
Wolfgang Kurt Domschke, Jr., Incorporator

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TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, Wolfgang Kurt Domschke, Jr., hereby accept the appointment as Registered Agent for WKD Cable TV Consultants Corp., 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 I am familiar with and accept the obligations of my position as Registered Agent as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this  
31<sup>ST</sup> day of Dec., 2002.

  
\_\_\_\_\_  
Wolfgang Kurt Domschke, Jr.