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December 2, 2003

Florida Dept. of State Division of Corporations P.O. Box 6327 Talahassee, Florida 32314

Please find enclosed the Articles of Incorporation of "Antenna & Light Solutions, Corp." a Florida Corporation, and a Money Order in the amount of \$78.75 to cover the Filling Fee, Registered Agent, Certified Copy, Etc.

Return the filed copies to the Incorporator at 10424 South Highway 301, Webster, Florida 33597

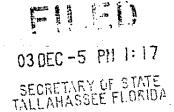
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ARTICLES OF INCORPORATION



OF

Antenna & Light Solutions, Corp.

KNOW ALL MEN BY THESE PRESENT: That the undersigned incorporator being a natural person of the age of eighteen years or more, and desiring to form a body corporate under the laws of the State of Florida does hereby sign, verify and deliver in duplicate to the Secretary of State of the State of Florida these Articles of Incorporation under the Florida General Corporation Act, Chapter 607.

ARTICLE I

Name

The name of the Corporation shall be: Antenna & Light Solutions, Corp., of 10424 South Highway 301, Webster, Florida 33597

ARTICLE II

Period of Duration

This corporation shall exist in perpetuity, from and after the date of filing these Articles of Incorporation with the Secretary of State of the State of Florida unless dissolved according to law.

ARTICLE III

Objects and Purposes

The objects and purposes for which the said corporation is organized and the nature of the business to be carried on by it are as follows:

1. In general to carry on any lawful business or activity and to have and exercise all of the powers and rights conferred by the laws of the State of Florida upon corporations formed under such laws.

ARTICLE IV

Capital

The aggregate number of shares which this corporation shall have authority to issue is 10,000 shares of \$.50 par value common stock, which shares shall be designated "Common Stock."

- 1. <u>Dividends</u>. Dividends in cash, property or shares of the corporation may be paid upon the Common Stock, as and when declared by the Board of Directors, out of funds of the corporation to the extent and in the manner permitted by law.
- 2. <u>Distribution in Liquidation</u>. Upon any liquidation, dissolution or winding up of the corporation, and after paying adequately providing for the payment of all its obligations, the remainder of the assets of the corporation shall be distributed, either in cash or in kind, pro rata to the holders of the Common Stock. The Board of Directors may, from time to time, distribute to the shareholders in partial liquidation, out of stated capital or capital surplus of the corporation, a portion of its assets, in cash or property, in the manner permitted and upon compliance with limitations imposed by law.
- 3. <u>Voting Rights; Cumulative Voting</u>. Each outstanding share of Common Stock shall be entitled to one vote and each fractional share of Common Stock shall be entitled to a corresponding fractional vote on each matter submitted to a vote of the shareholders. Cumulative voting shall not be allowed in the election of directors of the corporation.
- 4. <u>Denial of Pre-emptive Rights</u>. No holder of any shares of the corporation whether now or hereafter authorized, shall have any pre-emptive or preferential right to acquire any shares or securities of the corporation, including shares or securities held in the treasury of the corporation.
- 5. <u>Restrictions on Transfer</u>. The corporation shall have the right to impose restrictions on the transfer, disposition, encumberance, or bequeathal

of any or all classes of its shares of stock.

ARTICLE V

Right of Directors to Contract with Corporation

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors are directors or officers or are financially interested shall be either void or voidable solely because of such relationship or interest or solely because such directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because their votes are counted for such purpose if:

- (a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or,
- (b) The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or,
- (c) The contract or transaction is fair and reasonable to the corporation.

 Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction.

ARTICLE VI

Corporate Opportunity

The officers, directors and other members of management of this corporation shall be subject to the doctrine of "Corporate Opportunities" only insofar as it applies to business opportunities in which this corporation has expressed an in-

terest as determined from time to time by this corporation's Board of Directors as evidenced by resolutions appearing in the corporation's minutes.

Once such areas of interest are delineated, all such business opportunities within such areas of interest which come to the attention of this corporation shall be disclosed promptly to this corporation and made available to it. The Board of Directors may reject any business opportunity presented to it and thereafter any officer, director or other member of management may avail himself of such opportunity. Until such time as this corporation, through its Board of Directors, has designated an area of interest, the officers, directors and other members of management of this corporation shall be free to engage in such areas of interest on their own and this doctrine shall not limit the rights of any officer, director or other member of management of this corporation to continue a business existing prior to the time that such area of interest is delineated by the corporation. This provision shall not be construed to release any employee of this corporation (other than an officer, director or member of management) from any duties which he may have to this corporation.

ARTICLE VII

Indemnification of Directors, Officers and Others

The corporation may indemnify each director, officer, and any employee, fiduciary or agent of the corporation, his heirs, executors and administrators, against expenses reasonably incurred or any amounts paid by him in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a director, officer, employee, fiduciary or agent of the corporation to the full extent permitted by the laws of the State of Florida now existing or as such laws may hereafter be amended.

ARTICLE VIII

Shareholder Voting

One-third of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

When, with respect to any action to be taken by shareholders of this corporation, the laws of Florida require the vote or concurrence of the holders of two-thirds of the outstanding shares, of the shares entitled to vote thereon, or of any class or series, such action may be taken by the vote or concurrence of a majority of such shares or class or series thereof.

ARTICLE IX

Severability

Should any clause, paragraph, line, sentence, or other part of this instrument be declared invalid and ineffective, such finding shall not be deemed to affect the remainder of these Articles of Incorporation so long as such remaining part reasonably effectuates the intent and purpose expressed herein.

ARTICLE X

Initial Registered Office and Agent

The address of the initial registered office of the corporation is:

10424 South Highway 301 Webster, Florida 33597

and the name of the initial

registered agent at such address is Timothy W. Squire . Either the registered office or the registered agent may be changed in the manner permitted by law.

ARTICLE XI

Initial Board of Directors

The number of directors of the corporation shall be fixed by the bylaws of the corporation except the initial Board of Directors of the corporation, but shall never be less than one (1). The name and address of the persons who shall serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are as follows:

Timothy W. Squire, 10424 South Highway 301, Webster, Florida 33597 - President and Secretary

ARTICLE XII

Right to Repurchase of Shares

The Board of Directors may, from time to time, cause the corporation to purchase its own shares to the extent of unreserved and unrestricted surplus, earned or capital, available therefor, provided that no such purchase shall be made at a time when the corporation is insolvent or when such purchase would make it insolvent.

ARTICLE XIII

Right to Amend Articles of Incorporation

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE XIV

Incorporator

The name and address of the incorporator are as follows: Timothy W. Squire, 10424 South Highway 301, Webster, Florida 33597

IN WITNESS WHEREOF, the abovementioned incorporator has signed these Articles

of Incorporation this 2nd. day of December, 2003, at 9:30 a.m.

imothy W. Squire

STATE OF FLORIDA COUNTY OF

I, the undersigned, a Notary Public, hereby certify that on the <u>2nd.</u> day of <u>December</u>, 2003, personally appeared before me Timothy W. Squire, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, that it was his free and voluntary act and deed, and that the statements therein contained are true.

WITNESS my hand and official seal,

My commission expires Fab. 2, 2005

Maria P. Quigley

MY COMMISSION # CC985761 EXPIRES

February 2, 2005

BONDED THRU TROY FAIN INSURANCE, INC.

(NOTARY SEAL)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091 Florida Statutes, the following is submitted.

That Antenna & Light Solutions, Corpdesiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Webster Florida, Has named Timothy W. Squire located at 10424 South Highway 301, Webster, Florida 33597 its agent to accept service or process within Florida.

Timothy W. Squire

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

fimothy W. Squire

O3DEC -5 PH I: 17
SECRETARY OF STATE