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TALLAHASSEE, FLORIDA

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1206-55226



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 27, 2006

KENNETH M. BLAIR  
16017 N FLORIDA AVE STE 124  
LUTZ, FL 33549-8410

SUBJECT: COOPER COMMUNICATIONS, INC.  
Ref. Number: W06000055226

We have received your document for COOPER COMMUNICATIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock  
Document Specialist  
New Filing Section

Letter Number: 006A00072688

**KENNETH M. BLAIR  
ACCOUNTING & TAX SERVICES  
16017 North Florida Avenue, Suite 124  
Lutz, Florida 33549-8140**

January 2, 2007

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

Subject: **HUGH COOPER COMMUNICATIONS, INC.**

Dear Sir:

Enclosed please find the following:

- (1) The original and two (2) copies of the Articles of Incorporation for HUGH COOPER COMMUNICATIONS, INC.
- (2) A certificate of Designation of Registered Agent, signed by the registered agent.
- (3) A copy of Florida Department of State Letter Number 006A00072688.

Kindly forward this office a certified copy of the Articles of Incorporation at your earliest convenience.

Respectfully,



KENNETH M. BLAIR

Enclosures

Cc: HUGH COOPER COMMUNICATIONS, INC.

**ARTICLES OF INCORPORATION**  
**OF**  
**HUGH COOPER COMMUNICATIONS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE ONE**

**Name**

The name of the Corporation is HUGH COOPER COMMUNICATIONS, INC.

**ARTICLE TWO**

**Principal Office and Registered Agent**

Its registered office in the State of Florida is 13850 Stone Mill Way, in the City of Tampa, County of Hillsborough.  
The name of its registered agent at such address is Hugh A. Cooper.

**ARTICLE THREE**

**Purposes**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

**ARTICLE FOUR**

**Capital Stock**

The total number of shares of capital stock that the Corporation shall have authority to issue is 1000, all of which are to be common stock with no par value.

**ARTICLE FIVE**

**Initial Officers And/Or Directors**

President: Hugh A. Cooper  
13850 Stone Mill Way  
Tampa, Florida 33613

Vice-President/Secretary: Diane E. Cooper  
13850 Stone Mill Way  
Tampa, Florida 33613

## **ARTICLE SIX**

### **EFFECTIVE DATE**

The effective date for these Articles of Incorporation shall be January 1, 2007.

## **ARTICLE SEVEN**

### **Incorporator**

The name and mailing address of the incorporator is:

Hugh A. Cooper  
13850 Stone Mill Way  
Tampa, Florida 33613

## **ARTICLE EIGHT**

### **Existence**

The Corporation is to have perpetual existence.

## **ARTICLE NINE**

### **Liability of Stockholders**

The private property of the stockholders shall not be subject to the payment of corporate debts.

## **ARTICLE TEN**

### **Management**

Subject to the provisions of the laws of the State of Florida the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

(a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.

(b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.

(c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

(f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the

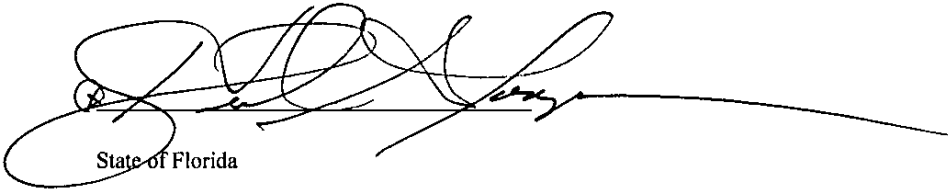
Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.

(g) Upon any sale, exchange or other disposal of the property and or assets of the Corporation, payment therefore may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Articles of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.


I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 28<sup>th</sup> day of DECEMBER, 2006.

  
State of Florida

County of Hillsborough

BE IT REMEMBERED that on this 28<sup>th</sup> day of DECEMBER, 2006, HUSH A. COOPER personally came before me, a Notary Public for the State of Florida, to me personally known to be the same person who executed the foregoing Certificate, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

  
Notary Public

My commission expires:

OCTOBER 19, 2009

**KENNETH M. BLAIR**  
Notary Public, State of Florida  
My Comm. Expires Oct. 19, 2009  
No. DD483476

**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

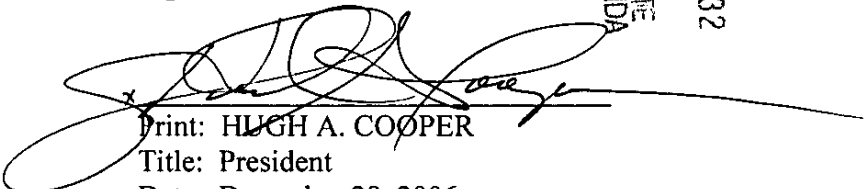
Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the state of Florida.

- (1) The name of the corporation is **HUGH COOPER COMMUNICATIONS, INC.**
- (2) The name and address of the registered agent and office of the Corporation is:

Hugh A. Cooper  
13850 Stone Mill Way  
Tampa, Florida 33613

Office: 13850 Stone Mill Way, Tampa, Florida 33613

Signed:

  
Print: HUGH A. COOPER  
Title: President  
Date: December 28, 2006

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.**

SIGNATURE: 

HUGH A. COOPER

DATE: December 28, 2006