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SECRETARY OF STATE

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COVER LETTER

TO: Registration Division of C			
SUBJECT: Ameri	tel Services, Inc	•	
***		ng Florida Profit Corpora	tion)
		-	on, and fees are submitted to ration" in accordance with s
Please return all corr	espondence concernin	g this matter to:	
C. Leo Smith			
	(Contact Person)		
Ameritel Service	es, Inc.		II SH
	(Firm/Company)		001 H ECRI LA
100 East Samp	le Road Suite 3	20	1001 HAY -4 P 2: 0 ECRETARY OF STATE LLAHASSEE, FLORID
	(Address)		· u P 2
Pompano Bead	h, FL 33064		5 ST/ FLOR
(1	City, State and Zip Code)		03 NDA
For further informati	on concerning this ma	tter, please call:	
C. Leo Smith		_ _{at (} 954 ₎ 69	50-0823
(Name of Co	ntact Person)		Daytime Telephone Number)
Enclosed is a check	for the following amou	int:	
\$105.00 Filing Fees	\$113.75 Filing Fees and Certificate of Status	\$113.75 Filing Fees and Certified Copy	\$122.50 Filing Fees, Certified Copy, and Certificate of Status
STREET ADDRES	S:	MAILING	ADDRESS:
Registration Section Division of Corporat Clifton Building 2661 Executive Cent Tallahassee, FL, 323	er Circle	P. O. Box 6	Corporations

Certificate of Conversion For "Other Business Entity" Into Florida Profit Corporation

This Certificate of Conversion <u>and attached Articles of Incorporation</u> are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Ameritel Services, LLC
(Enter Name of Other Business Entity)
2. The "Other Business Entity" is a Limited Liability Company
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust etc.)
first organized, formed or incorporated under the laws of Delaware
(Enter state, or if a non-U.S. entity, the name of the country)
on September 21st, 1998
(Enter date "Other Business Entity" was first organized, formed or incorporated)
3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:
Florida
4. The name of the Florida Profit Corporation as set forth in the <u>attached Articles of Incorporation:</u>
Ameritel Services, Inc.
(Enter Name of Florida Profit Corporation)

Fees:

Certificate of Conversion: \$35.00 Fees for Florida Articles of Incorporation: \$70.00

Certified Copy: \$8.75 (Optional)

Certificate of Status: \$8.75 (Optional)

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Ameritel Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

100 East Sample Road Suite 320 Pompano Beach, FL 33064

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Installation/ Service provider for home entertainment.

ARTICLE IV SHARES

The number of shares of stock is: 300

SECRETARY OF STATE

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

C. Leo Smith - Pres/CEO 100 E. Sample Rd #320 Pompano Beach, FL 33064

George Sarafianos - Sec/ Treasurer - 100 East Sample Rd #320 Pompano Beach, FL 33064

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Greg Nordt, PA 100 East Sample Road Suite 320 Pompano Beach, FL 33064

ARTICLE VII INCORPORATOR

The <u>name and address</u> of the Incorporator is: C. Leo Smith 100 E. Sample Road Suite 320 Pompano Beach, FL 33064