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DCI SOUTHEAST COMMUNICATIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DCI SOUTHEAST COMMUNICATIONS, INC.**

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Corporation shall be **DCI SOUTHEAST COMMUNICATIONS, INC.**, and its principal place of business shall be located at 6851 Jericho Turnpike Suite 260, Syosset, NY 11791.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on the date of filing these articles of incorporation with the Secretary of State of Florida, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL PURPOSE: GENERAL POWERS

The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

ARTICLE IV

CAPITAL STOCK

1. **Number and Class of Shares Authorized; Par Value.** This Corporation is authorized to issue One Million (1,000,000) shares of voting common stock, having a no par

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value and One Million (1,000,000) shares of non-voting common stock, having a no par value. The rights and privileges of voting and non-voting common stock shall be identical except that non-voting common stock shall not possess voting rights.

2. Voting Rights. The holders of voting common stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders, each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding voting common stock shall have no cumulative voting rights in any election of directors of the Corporation.

3. Consideration for Issuance of Stock. The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services evidenced by a written agreement shall constitute payment or part payment for the issuance of stock of the Corporation.

4. No Preemptive Rights. No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or at any other price.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 515 East Park Avenue, Tallahassee, Florida 32301, and the initial registered agent of this Corporation at that address shall be CORPDIRECT AGENTS, INC. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of incorporation.

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ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and street address of the initial directors of this Corporation are:

Robert Torres
6851 Jericho Turnpike
Suite 260
Syosset, NY 11791

Michael Iorio
6851 Jericho Turnpike
Suite 260
Syosset, NY 11791

Samuel Mohabir
6851 Jericho Turnpike
Suite 260
Syosset, NY 11791

David DiLucia
49 Firwood Road
Port Washington, NY 11050

ARTICLE VII

INCORPORATOR

The name and street address of the person signing these articles as incorporator is:

Robert Torres
6851 Jericho Turnpike Suite 260
Syosset NY 11791

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

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ARTICLE IX

INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

ARTICLE X

AMENDMENT

The Shareholders reserve the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto.

ARTICLE XI

HEADINGS AND CAPTIONS

The headings or captions of these various articles of incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of incorporation declaring and certifying that the facts stated herein are true, and does hereby subscribe thereto and hereunto set her name and seal this 31st day of March, 2008.



Robert Torres, Incorporator

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ACCEPTANCE OF REGISTERED AGENT DESIGNATION FOR: (((H08000083019 3)))

DCI Southeast Communications, Inc.

Having been named as registered agent and to accept service of process for the aforementioned entity 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 provision 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.

CorpDirect Agents, Inc.

By: 
It s Agent: Patricia Tadlock

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