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20 North Eola Drive Orlando, Florida 32801 Phone (407) 648-9119 Fax (407) 648-8049

www.raileyharding.com

August 1, 2008

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Articles of Incorporation of Hatter Varga Communications, Inc.

#### Dear Sir/Madam:

Enclosed please find one originally executed and one copy of the Articles of Incorporation for Hatter Varga Communications, Inc. for filing with the Department of State Corporation Division. Please order a Certified Copy of the filed Articles.

Also enclosed is a check for \$78.75 made out to the Florida Department of State for said filing and Certified Copy.

Please return the Certified Copy of the Articles to this office in the enclosed Federal Express Envelope. Please call me if you have any questions.

Sincerely,

Jamie L. Brown

Legal Assistant to Nora H. Miller, Esq.

Enclosures

cc: Nora H. Miller, Esq.

#### ARTICLES OF INCORPORATION

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DEEDATE DESTATE

**OF** 

### HATTER VARGA COMMUNICATIONS, INC.

The undersigned hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

#### ARTICLE I Name

The name of this corporation shall be: Hatter Varga Communications, Inc.

### ARTICLE II Address

The corporation's principal place of business is 2939 Bower Road, Winter Park, Florida 32792 and mailing address of the corporation is 2939 Bower Road, Winter Park, Florida 32792.

### ARTICLE III Existence of Corporation

This corporation shall begin existence on the date of filing of these Articles with the Secretary of State, Department of Corporation for the State of Florida and shall have perpetual existence.

### ARTICLE IV Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### ARTICLE V 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 power 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 VI Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares

of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

- (b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.
- (c) 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 VII Registered Office and Registered Agent

The street address of the corporation's initial registered office is 20 North Eola Drive, Orlando, Florida 32801, and the name of the corporation's registered agent is Nora H. Miller. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

### ARTICLE VIII Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be two (2) and the name and addresses of the persons who are to serve as the members thereof are as follows:

Name	Address
Ann Marie Varga	2939 Bower Road Winter Park, Florida 32792
Jeni Flynn Hatter	621 Newport Avenue Altamonte Springs, FL 32701

The name and address of the incorporator of this corporation is as follows:

<u>Name</u> <u>Address</u>

Nora H. Miller 20 North Eola Drive Orlando, Florida 32801

### ARTICLE IX Amendment of 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 the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

Nora H.-Miller

### CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted: HATTER VARGA COMMUNICATIONS, INC., (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Nora H. Miller, as its Registered Agent, to accept service of process within the State of Florida with its registered office located at 20 North Eola Drive, Orlando, Florida 32801.

#### **ACKNOWLEDGMENT**

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this \_\_\_\_\_\_ day of \_August\_, 2008.

Nora H Miller

SECRETARY OF STATE