

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000005005

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 526758 11200A

AUTHORIZATION : *Patricia Pizatto*

COST LIMIT : \$ 70.00

ORDER DATE : January 18, 1995

ORDER TIME : 10:53 AM

ORDER NO. : 526758

CUSTOMER NO: 11200A

600001383026

CUSTOMER: Mr. Donnell A. Johnson
HOGAN & SHAW

Second Floor
300 East Las Olas Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

P95000005005

NAME: SANDCASTLE COMMUNICATION
SYSTEMS, INC.

02256, 612, 524, 671
Note: The Subscriber
listed in Article 9
is different from one signing such.
XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

TM
1-19-95
01

FILED
95 JAN 19 PM 4:00
TALLAHASSEE, FLORIDA



RECEIVED

95 JAN 19 PM 3:17

FLORIDA DEPARTMENT OF STATE
Sandra B. Morton
Secretary of State
DIVISION OF CORPORATION

January 19, 1995

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: SANDCASTLE COMMUNICATION SYSTEMS, INC.
Ref. Number: W95000001270

We have received your document for SANDCASTLE COMMUNICATION SYSTEMS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

THE SUBSCRIBER LISTED IN ARTICLE 9 IS DIFFERENT FROM THE ONE SIGNING AS SUCH.

Please return 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 (904) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 295A00002172

Resubmit

**ARTICLES OF INCORPORATION
OF
SANDCASTLE COMMUNICATION SYSTEMS, INC.**

FILED
55 JAN 19 PM 4:00
SECRET
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the laws of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of this corporation is Sandcastle Communication Systems, Inc.

ARTICLE TWO

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, and may do any and all things in a corporate capacity permitted under and not inconsistent with Chapter 607 of the Florida Statutes regarding corporations for profit.

ARTICLE THREE

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 100 (one hundred) shares of common stock of the par value of 10 (ten cents) per share.

These shares shall carry preemptive rights.

ARTICLE FOUR

The amount of capital with which the corporation will

begin business will not be less than \$500 (five hundred) dollars.

ARTICLE FIVE

The corporation is to have perpetual existence.

ARTICLE SIX

The initial street address of the principal office of the corporation will be 700 East Atlantic Boulevard, Suite 1-A, Pompano Beach, Florida, 33060.

ARTICLE SEVEN

The number of directors of the corporation will not be less than one.

ARTICLE EIGHT

The names and street addresses of the members of the first Board of Directors are:

Neale Sanchez
700 East Atlantic Blvd.
Suite 1-A
Pompano Beach, Florida 33060

ARTICLE NINE

The names and street addresses of each subscriber to the Articles of Incorporation are:

Neale Sanchez
700 East Atlantic Blvd.
Suite 1-A
Pompano Beach, FL 33060

ARTICLE TEN

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

bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the laws of the State of Florida or this Articles of Incorporation.

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification.

ARTICLE ELEVEN

The registered agent for the corporation shall be Garland Hogan. The place designated for service of process shall be

I, THE UNDERSIGNED, being the only original subscriber to this Articles of Incorporation, do hereby make, subscribe, acknowledge and file this Articles and certify that the facts stated herein are true, and I have hereunto set my hand this 18th day of January, 1995.

Neale M. Sanchez
Neale Sanchez, President

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

FILED
95 JAN 13 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is:

Sandcastle Communication Systems, Inc.

2. The name and address of the registered agent and office is:

Garland Hogan, Esq.
c/o Hogan & Shaw
300 E. Las Olas Blvd., 2nd Floor
Ft. Lauderdale, FL 33301

Signature

Neale M. Sanchez
Neale Sanchez - INCORPORATOR

Title

President

Date

January 18, 1995

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

Garland Hogan
(Registered Agent)

DATE

January 18, 1995