

# P9500009248

RECEIVED

OFFICE USE ONLY (Document #) 95 FEB -3 AM 11:37

Ansley Law Firm  
( filiantor's Name)

Tallahassee  
(Address)

224-9115  
(City, State, Zip) (Phone #)

FILED  
95 FEB -3 PM 12:32  
TALLAHASSEE, FLORIDA  
STATE

OFFICE USE ONLY

## CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):

1. Home Tel, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 12:30 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

12:30 PM FEB - 3 1995

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
HOME TEL, INC.

FILED  
95 FEB -3 PM 12:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Address

The name of this corporation is HOME TEL, INC., whose place of business is located at 6601 State Road 54, New Port Richey, FL 34653.

ARTICLE II

Duration

The term of existence of this corporation shall be perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares at One Dollar(s) (\$1.00) par value common stock, which shall be designated "common shares". The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock

of the corporation may be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

#### ARTICLE V

##### Preemptive Rights

Any shareholder, upon the sale by the corporation for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI

##### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 400 Cleveland Street, 8th Floor, Clearwater, FL 34615 and the name of the initial registered agent of this corporation at that address is THOMAS C. NASH, II.

#### ARTICLE VII

##### Initial Board of Directors and Officers

This corporation shall have eight (8) directors and two (2) officer(s) initially. The number of directors and/or officers may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

| <u>Name</u>         | <u>Address</u>                                  | <u>Office</u>                   |
|---------------------|---|---------------------------------|
| Jack Davis          | 6601 State Road 54<br>New Port Richey, FL 34653 | Director                        |
| Monte C. Sims       | 6601 State Road 54<br>New Port Richey, FL 34653 | Director                        |
| Robert G. Brown     | 6601 State Road 54<br>New Port Richey, FL 34653 | Director                        |
| Bradley B. Kent     | 6601 State Road 54<br>New Port Richey, FL 34653 | Director                        |
| Phillip J. Hanna    | 6601 State Road 54<br>New Port Richey, FL 34653 | Director                        |
| James John Wiegman  | 6601 State Road 54<br>New Port Richey, FL 34653 | Director                        |
| Gary L. Borders     | 6601 State Road 54<br>New Port Richey, FL 34653 | President/Director              |
| Lawrence James Duke | 6601 State Road 54<br>New Port Richey, FL 34653 | Secretary/Treasurer<br>Director |

#### ARTICLE VIII

##### Incorporators

The name and address of the person(s) signing these Articles is:

| <u>Name</u>        | <u>Address</u>  |
|--------------------|---|
| Thomas C. Nash, II | 400 Cleveland Street, 8th Floor<br>Clearwater, FL 34616 |

## ARTICLE IX

### Bylaws

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

## ARTICLE X

### Shareholder Quorum and Voting

Fifty-one percent (51 %) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## ARTICLE XI

### Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

## ARTICLE XII

### Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII

Amendment


This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV

Cumulative Voting

At each election for directors, every shareholder entitled to vote at such elections shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of February, 1995.

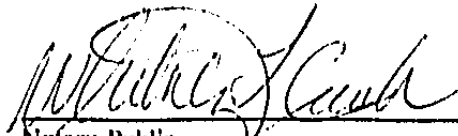
  
Incorporator THOMAS C. NASH, II

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, THOMAS C. NASH, II, to me personally known or who has produced N/P as identification, and known

to me to be the individual described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 2<sup>nd</sup> day of February, 1995.

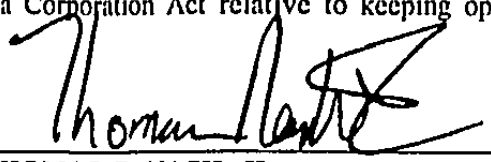
  
\_\_\_\_\_  
Notary Public  
Print Name: WHITNEY L. CREECH  
My Commission Expires: \_\_\_\_\_

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXPI. OCT. 17, 1995  
BONDED THRU GENERAL INS. 1994

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service for process for HOME TEL, INC. at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

  
\_\_\_\_\_  
THOMAS C. NASH, II

II:DATA\ATV\TCN\HOMETEL\ARTICLES

FILED  
95 FEB -3 PM 12:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# P95000009248

MACFARLANE AUSLEY FERGUSON & McMULLIEN

ATTORNEYS AND COUNSELORS AT LAW

400 CLEVELAND STREET  
P. O. BOX 1000 (ZIP 34617)  
CLEARWATER, FLORIDA 34618  
(813) 441-8000 FAX (813) 441-8470

227 SOUTH CALHOUN STREET  
P. O. BOX 381 (ZIP 32301)  
TALLAHASSEE, FLORIDA 32301  
(904) 224-0110 FAX (904) 222-7100

111 MADISON STREET, SUITE #300  
P. O. BOX 1831 (ZIP 33601)  
TAMPA, FLORIDA 33601  
(813) 873-4800 FAX (813) 873-4300

July 24, 1995

IN REPLY REFER TO:

Clearwater

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

200001547552  
-07/27/95--01049--014  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

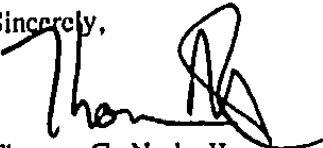
Re: Home Tel. Inc.

Gentlemen:

Enclosed for filing please find Articles of Amendment for the above corporation. Also enclosed please find our check in the amount of \$87.50 representing the filing fee (\$35.00) and certification fee (\$52.50). This is to request that a certified copy of such document be forwarded to the attention of the undersigned.

Should you have any questions, please advise.

Sincerely,

  
Thomas C. Nash, II

TCN/wlc  
Enc.

HA:DATA\ATY\TCN\HOMETEL\AMEND.LTR

*Copy to  
Linda*

FILED  
95 JUL 27 11:10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

FILED

95 JUL 27 AM 10:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I. Article I of the Articles of Incorporation of HOME TEL, INC. is hereby amended to read:

ARTICLE I  
Name

The name of this corporation shall be:

NORTHAMERICOM CORPORATION

II. The foregoing amendment was adopted by the unanimous vote of the shareholders and directors of this corporation on the 18<sup>th</sup> day of July, 1995.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 18<sup>th</sup> day of July, 1995.

Robert D. Ben  
Secretary

Thomas Charles Nash II  
President

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, \_\_\_\_\_, to me personally known to be the individual described in and who executed the foregoing instrument or who has produced \_\_\_\_\_ as identification and who did take an oath and he acknowledged before me that he executed the same for the purposes therein expressed.

18<sup>th</sup> WITNESS my hand and official seal at Clearwater, said County and State, this day of July, 1995.

Thomas Charles Nash II  
Print Name: Thomas Charles Nash II  
Notary Public  
My Commission Expires \_\_\_\_\_

OFFICIAL NOTARY SEAL  
THOMAS CHARLES NASH II  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO CC424705  
MY COMMISSION EXPIRES JAN 4, 1999

P95000009248

MACFARLANE AUSLEY FERGUSON & McMULLIN

ATTORNEYS AND COUNSELORS AT LAW

400 CLEVELAND STREET  
P.O. BOX 1001 (P.O. 32302)  
CLEARWATER, FLORIDA 34618  
(813) 441-8966 FAX (813) 449-8470

887 SOUTH CALHOUN STREET  
P.O. BOX 101 (P.O. 32302)  
TALLAHASSEE, FLORIDA 32301  
(904) 894-0118 FAX (904) 894-7940

August 29, 1995

95 SEP - 1 11 35  
FILED  
TALLAHASSEE  
SECRETARY OF STATE  
111 MADISON STREET, SUITE 1100  
TALLAHASSEE, FLORIDA 32304  
(904) 873-4200 FAX (904) 873-4208  
H. RICHARD LEE, JR.

Clearwater

Secretary of State  
Division of Corporate Records  
P.O. Box 6327  
Tallahassee, FL 32314

*Amend*

RE: NorthAmericom Corporation

400001576454  
-03/01/95--01067--013  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sirs:

Enclosed please find Amendment to Articles of Incorporation for the above referenced corporation along with a check in the amount of \$87.50 for the filing fees.

Please proceed to file this Amendment and return acknowledgement to my attention. Thank you for your cooperation. If you have any questions upon receipt of this letter, please do not hesitate to call.

Sincerely,

Thomas C. Nash, II

TCN/wlc

Enc.

HADATAATYTCNHOMETELASSTATELTR

|         |
|---------|
| 9/13/95 |
| ADH     |
| ADH     |
| ADH     |
| ADH     |

Mr. Nash gave  
permission to type  
in director under  
more semis name  
ADH 9/13/95



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

September 1, 1995

Received  
9-6-95

THOMAS C. NASH II  
MACFARLANE, AUSLEY, FERGUSON & MCMULLEN  
TALLAHASSEE, FL

SUBJECT: NORTHAMERICOM CORPORATION  
Ref. Number: P9500009248

We have received your document for NORTHAMERICOM CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The date of adoption of each amendment must be included in the document.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 295A00040866

MACFARLANE AUSLEY FERGUSON & McMULLIN

ATTORNEYS AND COUNSELORS AT LAW

400 CLEVELAND STREET  
P. O. BOX 1888 (ZIP 34617)  
CLEARWATER, FLORIDA 34618  
(813) 441-8986 FAX (813) 442-8470

227 SOUTH CALHOUN STREET  
P. O. BOX 301 (ZIP 32302)  
TALLAHASSEE, FLORIDA 32302  
(904) 224-0118 FAX (904) 222-1860

111 MADISON STREET, SUITE 2300  
P. O. BOX 1631 (ZIP 33601)  
TAMPA, FLORIDA 33602  
(813) 273-4200 FAX (813) 273-4398

September 7, 1995

IN REPLY REFER TO:

Clearwater

via Federal Express

Secretary of State  
Division of Corporate Records  
P.O. Box 6327  
Tallahassee, FL 32314

RE: NorthAmericom Corporation

Dear Sirs:

Enclosed please find the revised Amendment to Articles of Incorporation for the above referenced corporation along with a copy of your letter dated September 1, 1995.

Please proceed to file this Amendment and return acknowledgement to my attention. Thank you for your cooperation. If you have any questions upon receipt of this letter, please do not hesitate to call.

Sincerely,



Thomas C. Nash, II

TCN/wlc

Enc.

*MAIL-OUT*

HMADATVATYTCNHOMETELASSTATE.LTR

AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
NORTHAMERICOM CORPORATION

FILED  
SEP - 1 1995  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF PINELLAS  
FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

Article IV Capital Stock is amended to increase the maximum number of authorized shares from 1,000 to 5,000, each having a par value of \$1.00.

SECOND: The date of this amendment's adoption was August 30, 1995.

THIRD: The adoption of this amendment was approved and adopted by the Board of Directors of the corporation without shareholder action and no shareholder action was required.

IN WITNESS WHEREOF, the undersigned as President of NORTHAMERICOM CORPORATION does hereunto set his hand and seal of the corporation on September 27th, 1995.

NORTHAMERICOM CORPORATION

BY: Monte C. Sims (SEAL)  
MONTE C. SIMS, President  
Director

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 27th day of Sept, 1995, by MONTE C. SIMS, as President of NORTHAMERICOM CORPORATION, who is personally known to me or who produced as identification.

Notary Public

Thomas Nash II

Print Notary Name THOMAS CHARLES NASH II  
My Commission Expires NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO CC424705  
MY COMMISSION EXP JAN 4, 1999

# P95000009248

MACFARLANE FERGUSON & McMULLIN

ATTORNEYS AND COUNSELORS AT LAW

10 MADISON STREET, SUITE 2000  
P.O. BOX 1531 (ZIP 33601)  
TAMPA, FLORIDA 33601  
(813) 273-4000 FAX (813) 273-4300

400 CLEVELAND STREET  
P.O. BOX 1889 (ZIP 34617)  
CLEARWATER, FLORIDA 34618  
(813) 441-0000 FAX (813) 441-0470

IN REPLY REFER TO

December 27, 1996

Clearwater

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: Articles of Amendment

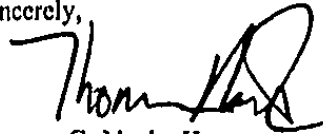
200002041542--6  
-12/30/96--01088--004  
\*\*\*\*175.00 \*\*\*\*\*87.50

Dear Sir or Madam:

Enclosed are two Articles of Amendment to the Articles of Incorporation of Northamericom Corporation. Please record both of these amendments in your records and return a certified copy of each amendment to my attention after recording same. I have enclosed our firm check in the amount of \$175.00 to cover the filing and certification fees.

If you have any questions or need additional information, please contact me collect at (813) 441-8966. Thank you for your assistance in this matter.

Sincerely,



Thomas C. Nash, II

TCN/skb

Enclosure

FILED  
95 DEC 30 AM 8:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SH/KO  
Amend.


ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF NORTHAMERICOM CORPORATION

FILED  
95 DEC 30 AM 8:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is Northamericom Corporation.
2. Article V entitled "Preemptive Rights" is hereby deleted, in its entirety.
3. This Amendment was approved by a written action of the shareholders, in lieu of a meeting, owning and holding sufficient shares necessary for approval of such action.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 5th day of December, 1996.

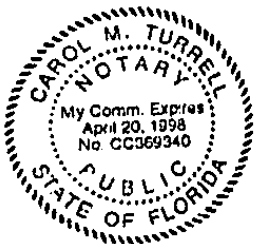
  
Secretary: ROBERT G. BROWN

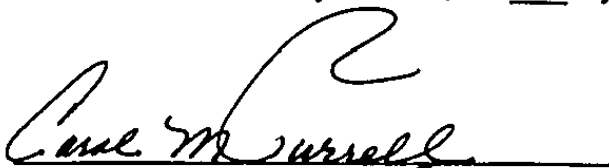
  
President: MONTE C. SIMS

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Monte Sims and Robert G. Brown, to me personally known to be the individuals described in and who executed the foregoing instrument or who has produced \_\_\_\_\_ as identification and who did take an oath and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 5 day of December, 1996.



  
Print Name: CAROL M. TURRELL  
Notary Public  
My Commission Expires: APRIL 20, 1998

P95000009248

MACFARLANE FERGUSON & McMULLIN

ATTORNEYS AND COUNSELORS AT LAW

11 HARRISON STREET, SUITE #300  
P.O. BOX 1021 ZIP 33601  
TAMPA, FLORIDA 33601  
(813) 773-4201 FAX (813) 773-4300

400 CLEVELAND STREET  
P.O. BOX 1000 ZIP 34617  
CLEARWATER, FLORIDA 34615  
(813) 441-8966 FAX (813) 441-8470

IN REPLY REFER TO

December 27, 1996

Clearwater

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: Articles of Amendment

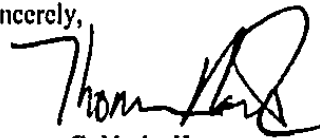
000002041540--2  
-12/30/96--01088--004  
\*\*\*\*175.00 \*\*\*\*\*87.50

Dear Sir or Madam:

Enclosed are two Articles of Amendment to the Articles of Incorporation of Northamericom Corporation. Please record both of these amendments in your records and return a certified copy of each amendment to my attention after recording same. I have enclosed our firm check in the amount of \$175.00 to cover the filing and certification fees.

If you have any questions or need additional information, please contact me collect at (813) 441-8966. Thank you for your assistance in this matter.

Sincerely,



Thomas C. Natch, II

TCN/skb

Enclosure

SH 10  
Amend.

FILED  
96 DEC 30 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



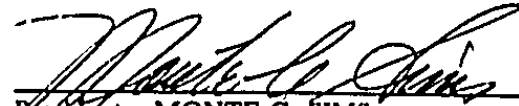
ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF NORTHAMERICOM CORPORATION

FILED  
95 DEC 30 AM 8:54  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

1. The name of the corporation is Northamericom Corporation.
2. Article XIV entitled "Cumulative Voting" is hereby deleted, in its entirety.
3. This Amendment was approved by a written action of the shareholders, in lieu of a meeting, owning and holding sufficient shares necessary for approval of such action.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 5<sup>th</sup> day of December, 1996.


  
Secretary: ROBERT G. BROWN

  
President: MONTE C. SIMS

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, MONTE C. SIMS and ROBERT G. BROWN, to me personally known to be the individuals described in and who executed the foregoing instrument or who have produced \_\_\_\_\_ as identification and who did take an oath and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 5<sup>th</sup> day of December, 1996.

  
Print Name: Thomas Charles Nash II  
Notary Public  
My Commission Expires:

OFFICIAL NOTARY SEAL  
THOMAS CHARLES NASH II  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO CC424705  
MY COMMISSION EXP JAN 4, 1999