

95000016008

FE 27 1995 FROM PUBLIC ACCESS SYSTEM DIVISION OF CORPORATIONS P.11

((H95000002266))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 302-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

((H95000002266))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: DELTA STRATEGIC COMMUNICATIONS, INC.,
FAX AUDIT NUMBER: H95000002266 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/27/1995 TIME REQUESTED: 11:12:50
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072450003255

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** ENTER 'M' FOR MENU. **
2/27/95 FLORIDA DIVISION OF CORPORATIONS
Help F1 Option Menu F2 NUM Connect: 00:06

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95 FEB 27 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
FEB 27 1995 11:59
TALLAHASSEE, FLORIDA

Handwritten signature/initials

FEB-27-1995 11:53 FROM EMPIRE

TO

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H95000002266

ARTICLES OF INCORPORATION
OF
DELTA STRATEGIC COMMUNICATIONS, INC.

Prepared by: Manuel M. Arvesu, Esq. (FL Bar #0525294)
2000 S. Dixie Highway, Suite 200
Miami, Florida 33133
(305) 854-3530

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ARTICLES OF INCORPORATION

OF

DELTA STRATEGIC COMMUNICATIONS, INC.

FILED
95 FEB 27 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby adopts these Articles of Incorporation for the formation of a corporation under Florida General Corporation Act.

ARTICLE I

NAME

The name of this corporation is DELTA STRATEGIC COMMUNICATIONS, INC.

ARTICLE II

DURATION

The duration of the corporation shall be perpetual.

ARTICLE III

INCORPORATION

The existence of the corporation shall commence as of the time of the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE IV

PURPOSES

The general purpose for which the corporation is initially organized is:

1. To engage in such lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V

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AUTHORIZED SHARES

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is Six Hundred (600) shares of common stock each having no par value.

ARTICLE VI**INDEMNIFICATION OF DIRECTORS,
OFFICERS AND OTHER AUTHORIZED REPRESENTATIVES**

Section 1. Indemnification in Accordance with Bylaws. The Corporation shall indemnify its officers, Directors, employees and agents against liabilities, damages, settlements and expenses (including attorneys' fees) incurred in connection with the Corporation's affairs, and shall advance such expenses to any such officers, directors, employees and agents, to the full extent permitted by law, and as more particularly set forth in the Corporation's Bylaws. Such indemnification provisions of the Corporation's Bylaws may be enacted and modified from time to time by resolution of the Corporation's Board of Directors.

Section 2. Effect of Modification. Any repeal or modification of any provision of this Article by the shareholders of the Corporation shall not adversely affect any right to protection of a Director, officer, employee or agent of the Corporation existing at the time of the such repeal or modification.

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Section 3. Liability Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a Director, officer, employee or agent to another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against liability under the provision of this Article.

Section 4. No Rights of Subrogation. Indemnification hereunder and under the Bylaws shall be a personal right and the Corporation shall have no liability under this Article to any insurer or any person, corporation, partnership, association, trust or other entity (other than the heirs, executors or administrators of such person) by reason of subrogation, assignment or succession by any other means to the claim of any person to indemnification hereunder or under the Corporation's Bylaws.

ARTICLE VII

REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this corporation in the State of Florida is 2000 South Dixie Highway, Suite 200, Miami, Florida 33133.

The name of the initial registered agent at such address is MANUEL M. ARVESU, ESQ.

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ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of One (1) member.

The initial Director and their addresses are:

NAME

Vivian M. Tous

ADDRESS

2000 South Dixie Highway
Suite 200
Miami, Florida 33133

**ARTICLE IX
INCORPORATOR**

The name and street address of the incorporator is:

NAME

Manuel M. Arvesu

ADDRESS

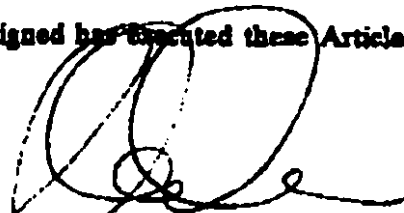
2000 South Dixie Highway
Suite 200
Miami, Florida 33133

**ARTICLE X
MAILING ADDRESS**

The initial mailing address of the Corporation shall be:

c/o Manuel M. Arvesu, P.A.
2000 South Dixie Highway, Suite 200
Miami, Florida 33133

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 23rd day of February, 1995.


MANUEL M. ARVESU
Incorporator

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95 FEB 27 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

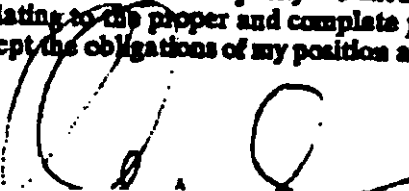
1. The name of the corporation is:
DELTA STRATEGIC COMMUNICATIONS, INC.
2. The name and address of the Registered Agent and Office is:

VIVIAN M. TOUS
c/o Manuel M. Arvesu, P.A.
2000 South Dixie Highway
Suite 200
Miami, Florida 33133

Signature 

Date 2/23/95

Having been named as Registered Agent and to accept service of process for the above stated corporation 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 provisions 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.



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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF REVENUE

FROM: EMPIRE CORPORATE KIT COMPANY
1482 W. CLARK ST.

DEPARTMENT OF STATE
STATE OF NEW YORK

1492 W FLAGLER ST

STATE OF FLORIDA

SUITE 200

409 EAST GAINES STREET
TALLAHASSEE

MIAMI FL 33135-

TALLAHASSEE, FL 32399
(904) 888-1000

CONTACT: RAY STORMONT

FAX: (904) 922-4000

PHONE: (305) 541-3694

FAX: (305) 541-3770

(((H95000003499)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: DELTA STRATEGIC COMMUNICATIONS, INC.
NUMBER: H95000002400

CURRENT STATUS: REQUESTED

FAX AUDIT NUMBER: H95000003499

TIME REQUESTED: 15:22:21

DATE REQUESTED: 03/27/1995

CERTIFIED COPIES: 0

NUMBER OF PAGES: 2

CERTIFICATE OF STATUS: 0

ESTIMATED CHARGE: \$35.00

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003256

Estimated Charge: \$35.00
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ACCOUNT NUMBER: 072450003255
(((H95000003499)))

MEMBER ON THE TOP AND BOT
(((H95000003499)))
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MAR-28-1995 10:36 FROM EMPIRE



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

March 28, 1995

DELTA STRATEGIC COMMUNICATIONS, INC.
2000 SOUTH DIXIE HIGHWAY
SUITE 200
MIAMI, FL 33133

SUBJECT: DELTA STRATEGIC COMMUNICATIONS, INC.
REF: P95000016008

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6908.

Tawana McClellan
Corporate Specialist

FAN Aud. #: H95000003499
Letter Number: 995A00013854

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

TOTAL P.03

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAR 28 AM 11:13

(3)

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
DELTA STRATEGIC COMMUNICATIONS, INC.**

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation filed February 27, 1995.

FIRST:

The name of the corporation is amended:

From:

DELTA STRATEGIC COMMUNICATIONS, INC.

To:

CRESCENT STRATEGIC COMMUNICATIONS, INC.

SECOND:

The amendment was adopted by the Board of Directors on the 24th day of March, 1995:

THIRD:

No stock has yet been issued in the corporation.

DATED:

DELTA STRATEGIC COMMUNICATIONS, INC.

MANUEL M. ARVESU, ESQ.
FL. BAR NO. 525294
2000 S. DIXIE HWY
MIAMI, FL 33133
(305) 854-3530

By:


Vivian M. Toss / Director


Delta Strategic
Communications
Inc.

H95000003499

H95000003499

P95000016008

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10:20 AM

PUBLIC ACCESS SYSTEM

((H95000007194)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE

1492 W FLAGLER ST

STATE OF FLORIDA

SUITE 200

409 EAST GAINES STREET

MIAMI FL 33135-

TALLAHASSEE, FL 32399

CONTACT: RAY STORMONT

FAX: (904) 922-4000

PHONE: (305) 541-3694

FAX: (305) 541-3770

((H95000007194)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: CRESCENT STRATEGIC COMMUNICATIONS, INC.

FAX AUDIT NUMBER: H95000007194

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/28/1995

TIME REQUESTED: 10:20:10

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CERTIFICATE OF STATUS: 0

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95 JUN 28 PM 2:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

95 JUN 28 AM 11:54

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TO

JUN-28-1995 09:51 FROM EMPIRE

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H95000007194

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CRESCENT STRATEGIC COMMUNICATIONS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is amended:
From: CRESCENT STRATEGIC COMMUNICATIONS, INC.
To: ONYX STRATEGIC COMMUNICATIONS, INC.

SECOND: The amendment was adopted by the Board of Directors on the 7th day of June, 1995:

THIRD: No stock has yet been issued in the corporation.

DATED: June 7, 1995.

CRESCENT STRATEGIC COMMUNICATIONS, INC.

By: Vivian M. Tous
Vivian M. Tous, Director/President

Manuel M. Arvesu, Esq.
2000 S. Dixie Hwy
Miami, FL 33133
(305) 854-3530
Fla. Bar No. 525294

FILED
95 JUN 28 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000016008

H950000007194