

**P95000017815**

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W. FLAGLER ST  
SUITE 200  
MIAMI FL 33135-  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

NAME: GULF COMMUNICATION SERVICES, INC.  
FAX AUDIT NUMBER: H95000002519  
DATE REQUESTED: 03/03/1995  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 6  
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 10:10:03  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:12:

FILED  
MAR -6 AM 8:45  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*

MYR-01-1995 17107 FROM ENPIAL  
Prepared: 1

70

1904922000 P.13

LAW OFFICES OF  
EDWARD J. CHANDLER, P.A.  
P.O. BOX 11188  
FT LAUDERDALE, FL 33339  
F&N 877227  
(305) 565.5322

ARTICLES OF INCORPORATION  
OF

GULF COMMUNICATION SERVICES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation.

ARTICLE ONE

The name of the corporation is GULF COMMUNICATION SERVICES, INC.

The business address of the corporation is: 5100 N. Federal Hwy, Suite 405, Ft. Lauderdale, Fl 33308.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 7500. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE

The street address of the initial registered office of the

H 95000002519

H 95000002519

FILED  
JUN - 5 AM 6:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

corporation is 5100 N. Federal Hwy, Suite 405, Ft. Lauderdale, Fl 33308, and the name of its registered agent is: JOHN W. CHILTON.

#### ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one and the name and address of each person who is to serve as a director is:

JOHN W. CHILTON; 5100 N. Federal Hwy, Suite 405, Ft. Lauderdale, Fl 33308.

#### ARTICLE SEVEN

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purposes, if:

(a) The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purposes without counting the votes or consents of such interested directors; or

(b) The fact of such relationship or interest is disclosed and known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee or the stockholders.

#### ARTICLE EIGHT

H 95000002519

H 95000002519

H 95000002519

The power to amend, adopt and/or repeal the By-Laws for the corporation shall be reserved to the shareholders.

ARTICLE NINE

Special meetings of stockholders may be called at any time by the President or holders of ten percent (10%) of all outstanding shares.

ARTICLE TEN

The offices of this corporation may consist of a president, secretary and such other officers and agents as may be provided for by the by-laws of this corporation, who shall be chosen, serve for such term and have such duties as may be prescribed by such by-laws. The initial officers of this corporation shall be:

John G. Chess- President 5100 N. Federal Hwy, Suite 405, Ft. Lauderdale, Fl 33308.

ARTICLE ELEVEN

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That GULF COMMUNICATION SERVICES, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Ft. Lauderdale, County of Broward, State of Florida, has named JOHN W. CHILTON located at: 5100 N. Federal Hwy, Suite 405, Ft. Lauderdale, Fl 33308, Broward County, Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated in this

H 95000002519

H 95000002519

Certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Having been named as resident agent for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative and proper and complete performance of my duties and I accept the duties and obligations of Section 607.0305 of the Florida Statutes.

*[Signature]*  
JOHN W. CHILTON  
Registered Agent

**ARTICLE TWELVE**

The name and address of the incorporator is:

JOHN W. CHILTON: 5100 N. Federal Hwy, Suite 405, Ft. Lauderdale, FL 33308.

*[Signature]*  
JOHN W. CHILTON

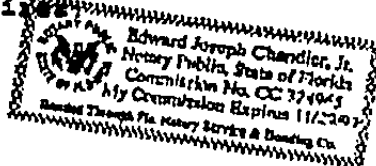
STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME personally appeared JOHN W. CHILTON, to be well known and known to me to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed and produced the following identification TC-PL and who did take an oath.

WITNESS my hand and official seal this 3 day of March, 1995.

*[Signature]*  
NOTARY PUBLIC

My Commission Expires



FILED  
05 MAR -6 AM 8:46  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

H 95000002519