

P9500019577



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 10, 1995

CHARLES E DOUGHERTY
5811 MEMORIAL HIGHWAY
SUITE 202
TAMPA, FL 33634

SUBJECT: OMNI TELECOM, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a NON PROFIT corporation. Please be advised, we have corrected our records to reflect this corporation as a PROFIT corporation and assigned new document number P95000019577 with the original file date of April 8, 1994.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter number: 795A00010796

P95000019577

FILED
1994 APR -8 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
Secretary Of State
P.O. Box 6327
Tallahassee, FL 32314

April 4, 1994

Dear Sirs:

Enclosed you will find The Articles Of Incorporation for a new for-profit corporation to be incorporated in Florida and a check in the amount of \$ 122.50. made to the Secretary of State of Florida.

These are the requirements for incorporation that we were told when we called your office.

If you require anything else please inform us and we will respond.

8000001074318
-04/11/94--01043--018
***122.50 ***122.50


Thank you,


Charles E. Dougherty

enc:

Articles
Check - \$122.50

Charles E. Dougherty
Suite 202
5811 Memorial Highway
Tampa, FL 33615
(813) 884-0789


AUTHORIZATION BY PHONE TO
CORRECT Print Place of Business
DATE 4-13-94
DOC EXAM Heir Brown

QB 4/13/94

ARTICLES OF INCORPORATION
OF
OMNI TELECOM, INC.

FILED
1984 APR -8 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, Edwin A. Humeston III being a natural person competent to contract, and for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation shall be:
OMNI TELECOM, INC.

ARTICLE TWO

This corporation shall have perpetual existence unless sooner dissolved according to law, and shall commence corporate existence upon the filing of these Articles by the Department of State.

ARTICLE THREE

This corporation is organized for the primary purpose of transacting, conducting, carrying on, operating and engaging in the business of sales and marketing and dealing in real and personal property of every kind and nature, and all things subsidiary, ancillary, and necessary, or convenient for carrying out or to effect the purpose or objects of the corporation, and in respect thereto, and to transact and

engage in any business or activity permitted under the laws of the State of Florida, and of the United States, including but not limited to the following:

a. To purchase or otherwise acquire letters, patents, copyrights, trademarks, concessions, licenses, inventions, rights, franchises, and privileges, subject to royalty or otherwise and whether exclusive, non-exclusive or limited or any part interest in any of the above-enumerated rights whether in the United States or in any other part of the world; to sell, let or grant any of said rights, belonging to the corporation, or which it may acquire, or any interest in the same; and to register any patent or patents, for any invention or inventions, or any copyright or trademarks, or obtain exclusive or other privileges in respect to the same, and to apply for, exercise, use or otherwise deal with or turn to account any patent rights, copyrights, or trademarks, any concessions, monopolies, franchises, or other rights or privileges either in the United States or in any other part of the world.

b. To manufacture, fabricate, process, deal in, install, store, handle, transport, export, import or otherwise handle any and all goods, materials, appurtenances and processes useful in, necessary for, or convenient in the conducting of the business of the corporation, or of any subsidiary or agency thereof.

c. To buy, sell, exchange and generally deal in real properties, improved and unimproved, and buildings of

every class and description; to improve, manage, operate, sell, buy, mortgage, lease or otherwise acquire or dispose of any property, real or personal and take mortgages and assignment of mortgages upon the same; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise, to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, and contracts and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the goodwill, stock rights, and property of any person, firm, association or corporation, paying for the same in cash, stock or bonds of this corporation; to draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments or obligations of the corporation, from time to time for any of the obligations without restriction of limit as to amount; to purchase, acquire, hold own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description in any state district, territory, colony or foreign country; and to act as agent or broker for any other person, firm or corporation in doing any and all acts described herein.

d. To purchase equities, mortgages, installment sales contracts, notes, drafts, acceptances and commercial paper of every kind and description, including accounts receivable, of other persons, firms or corporation; to hold, collect and otherwise use the same for the benefit of the corporation; and to sell or otherwise dispose of the same.

e. To operate, conduct and carry on other businesses which may be purchased or otherwise acquired by the corporation, or to lease or rent the same to any person, firm or corporation, during such period of time as the corporation may own such business or businesses, in order to prevent depreciation in the value of such business or businesses prior to sale or other disposition of the same by the corporation.

f. To purchase, subscribe for, hold, pledge, transfer, sell or otherwise dispose of or deal in, shares of capital stock of corporation, including this corporation, bonds, debentures, notes, or other securities or evidences of indebtedness of any private or public corporation, to do any other act or thing permitted by law for the preservation, protection, improvements, or enhancement of the value of such shares of stock, bonds, debentures, notes or other securities of evidence of indebtedness, including the right to vote thereon, and respecting any of the enumerated times to exercise any and all rights and privileges of ownership thereof.

g. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein in any and all ventures, so far as the same are permissible by law, and selling or otherwise disposing of such investments, or any part thereof, or interest therein.

h. To engage in the sales and marketing, on behalf of itself or others, including but not limited to the business of sales and marketing of real and personal property of every kind and nature and to do any and all business which may be delegated to agents or brokers by principals and to conduct and operate general agency and brokerage business of every kind and description.

i. To do all things which are lawful under the Laws of the State of Florida, which are necessary, suitable, convenient or proper for the accomplishment of any of the purposes, or attainment of any or all of the objects of the corporation or incidental to the powers herein named which shall at any time appear conducive or expedient for the protection or benefit of the corporation either as holder of or interested in any property or otherwise, with all the powers now or hereafter conferred by the Laws of the State of Florida upon corporations.

j. For the accomplishment of any object on or about its or affairs, to incur debts without limit, and to raise, borrow and secure the payment of money in any lawful manner.

k. The powers specified herein shall be construed both as purposes and powers and shall in no wise be limited or restricted by reference to or inference from, the terms of any other clause in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another; although it be of like nature not expressed.

ARTICLE FOUR

This corporation is authorized to issue One Million shares One mill (.001) par value common stock which shall be designated " Common Stock ."

ARTICLE FIVE

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others .

ARTICLE SIX

The street address of the initial registered office of this corporation is 5811 Memorial Highway, Suite 202 Tampa, Fl. 33634, and the name of the initial registered

agent of this corporation is Charles E. Dougherty, whose post office address and mailing address is 5811 Memorial Highway, Suite 202, Tampa, Fl. 33634.
The principal place of business shall be the same as the registered office.

ARTICLE SEVEN

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws of this corporation, but shall never be less than one. The name and address of the initial director is of this corporation is:

NAME	ADDRESS
Edwin A. Humeston III	6625 Fairway Drive Sarasota, Florida 34243

ARTICLE EIGHT

The names and street addresses of the officers of this corporation who, subject to the provisions of the certificate of incorporation, shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified are:

<u>NAME and OFFICE</u>	<u>STREET ADDRESS</u>
Edwin A. Humeston III	6625 Fairway Drive
President and Sec./Treasurer	Sarasota, Florida 34243

ARTICLE NINE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE TEN

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN

This corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.


ARTICLE TWELVE

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

ARTICLE THIRTEEN

The name of the person signing these Articles of Incorporation as incorporator is Edwin A. Humeston III

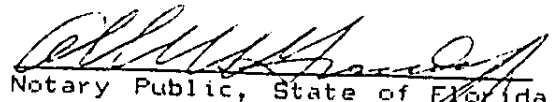
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in duplicate on the 1st day of April 1994.


Edwin A. Humeston III

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH;

BEFORE ME, personally appeared Edwin A. Humeston III, to
me known and well known to me, *by I.D. of Driver's License #523-201-35*
to be the person described in - 382-5
and who executed the foregoing Articles of Incorporation, and
he acknowledged before me that he executed the same for the
uses and purposes therein expressed.


Notary Public, State of Florida
My commission expires:
ALICE C. GRANDOFF

Notary Public State of Florida at Large.
My Commission expires Dec. 4, 1994

FILED
1984 APR -8 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

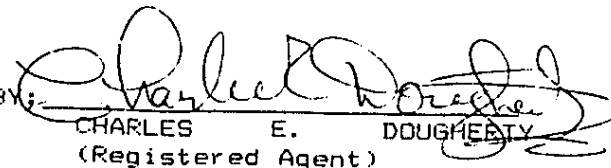
STATEMENT OF REGISTERED AGENT ACCEPTING APPOINTMENT OF
REGISTERED AGENT AND DESIGNATION OF REGISTERED OFFICE

In pursuance of Section 48.091 and 617.023 Fl. Stats.
1981, the following is submitted in compliance with said Act:

First, OMNI TELECOM, INC., desiring to organize under
the laws of the State of Florida, with its registered office
as indicated in the Articles of Incorporation at the City of
Tampa, County of Hillsborough, State of Florida, has named
Charles E. Dougherty whose address is 5811 Memorial Highway,
Suite 202, Tampa, County of Hillsborough, State of Florida,
as its Registered Agent.

ACKNOWLEDGMENT;

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 to act as registered agent and agree to comply
with the provisions of the above-referenced act.

BY: 
CHARLES E. DOUGHERTY
(Registered Agent)

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mathum
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

1995 MAY -1 PM 5:43

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95000019577

1. Corporation Name

OMNI TELECOM, INC.

Principal Place of Business

Mailing Address

5811 Memorial Highway
Suite 202
Tampa, FL 33634

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

3a. Date of Last Report

04/08/94

4. FEI Number

59-3242883

Applied For

Not Applicable

5. Certificate of Status Desired

☐

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

☐

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under S. 199.032,
Florida Statutes

☐

Yes

☐

No

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

Charles E. Dougherty
5811 Memorial Highway
Suite 202
Tampa, FL 33634

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85

Zip Code

11. Pursuant to the provisions of Sections 607 (0502 and 007 1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered agent, or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature typed or printed name of registered agent and fee if applicable

NOTE: Registered Agent signature required when mandating

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	PSTD
NAME	Humeston, Edwin A III
STREET ADDRESS	6625 Fairway Drive
CITY ST ZIP	Sarasota, FL 34243
TITLE	
NAME	
STREET ADDRESS	
CITY ST ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY ST ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY ST ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY ST ZIP	

11 TITLE	PRESIDENT	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	RANDOLPH L. MARSHALL	
13 STREET ADDRESS	916 JAMP STREET	
14 CITY ST ZIP	COLUMBUS, GA 31904	
21 TITLE	V. PRESIDENT/TREASURER	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME	DENNIS C. WELLS	
23 STREET ADDRESS	523 BENFIELD RD.	
24 CITY ST ZIP	SEVERNA PARK, MD 21146	
31 TITLE	SECRETARY	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME	CHARLES E DOUGHERTY	
33 STREET ADDRESS	5811 MEMORIAL HIGHWAY, SUITE 202	
34 CITY ST ZIP	TAMPA, FL 33615	
41 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME		
43 STREET ADDRESS		
44 CITY ST ZIP		
51 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME		
53 STREET ADDRESS		
54 CITY ST ZIP		
61 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME		
63 STREET ADDRESS		
64 CITY ST ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CHARLES E. DOUGHERTY

DATE

4/30/95

(813)884-0789

Daytime Phone #