

FEDERAL TAX SERVICE

P 950000 26044

TRANSMITTAL LETTER

MARCH 27, 1995

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

8000001448513  
-03/30/95--01015--00  
\*\*\*140.00 \*\*\*\*\*70.00

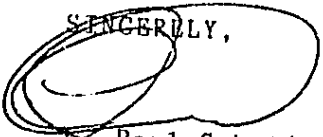
SUBJECT: MOBILE PHONE COMMUNICATIONS, INC.  
PHYSICIAN'S FINANCIAL RESOURCE CORPORATION

OUR FIRM IS ENCLOSING TWO ORIGINALS OF THE ARTICLES  
OF INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN  
THE AMOUNT OF \$140.00.

WE ARE REQUESTING ZERO CERTIFIED COPY(IES) OF THE  
ARTICLES OF INCORPORATION.

PLEASE RETURN ARTICLES OF INCORPORATION TO: MR. L.  
SCHMIDT, P.O. BOX 3347, HOLIDAY, FLORIDA 34690. THANK YOU

SINCERELY,

  
Paul Schmidt  
Managing Partner  
P.O. Box 3347  
Holiday, FL 34690-0347  
(813) 937-1414

ENCLOSURES:

FILED  
95 MAR 29 AM 9:24  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

4/3

BG

CORPORATE OFFICE: 2047 GRAND BLVD., HOLIDAY, FLORIDA 34690

**ARTICLES OF INCORPORATION  
OF  
MOBILEPHONE COMMUNICATION, INC.**

FILED  
53 MAR 29 AM 9:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I NAME**

The name of the corporation shall be: MOBILE PHONE COMMUNICATION, INC.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: P.O. Box 3347, Holiday, Florida 34690.

**ARTICLE III CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of the NO PAR VALUE.

**ARTICLE IV PURPOSE**

This corporation shall have the power and authority to forward the purposes and accomplish the objectives hereinafter set forth and to do and perform the same as completely and fully as any natural person is authorized to do under the laws of the State of Florida and in any part of the world:

(a) The business shall be providing services to the public and businesses.

(b) To own, buy, purchase, exchange, hire, lease, mortgage, or other wise acquire real estate and property, either improved, or any interest or right therein, and to own, hold control, maintain, manage and develop the same in any state of the United States.

(c) The corporation shall have the lawful right to transact any and all other lawful business.

#### ARTICLE V BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Stockholders.

#### ARTICLE VI SPECIAL PROVISIONS

It is the intent of the incorporators that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as Subchapter "S" corporation.

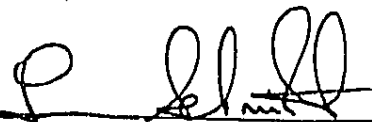
#### ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2047 Grand Boulevard, Holiday, Florida, 34690, and the name of the registered agent of this corporation is Lawrence Schmidt.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Lawrence Schmidt, 2047 Grand Blvd., Holiday, Florida 34690.

The undersigned has executed these Articles of Incorporation this 17th day, of March, 1995.

  
\_\_\_\_\_, Incorporator

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 of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

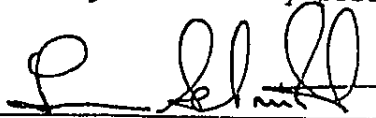
1. The name of the Corporation is:

MOBILE PHONE COMMUNICATION, INC.

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

Lawrence Schmidt  
2047 Grand Boulevard  
Holiday, Florida 34690

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.



Lawrence Schmidt  
17th, March, 1995

FILED  
95 MAR 29 AM 9:24  
TALLAHASSEE, FLORIDA



**AMERICAN BUSINESS  
MANAGEMENT CO.**  
"America's Tax & Financial Consultants for Growing Businesses"

OFFICE  
TAMPA SPRINGS, FL  
TAMPA, FL  
ORLANDO, FL  
ATLANTA, GA  
LAWRENCEVILLE, GA  
ROSWELL, GA  
MARIETTA, GA  
(OPENING 1996)

November 13, 1995

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

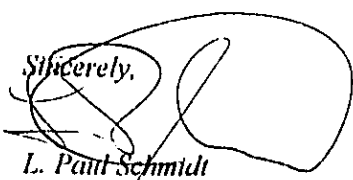
800001639633  
-11/16/95--01111--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: P95000026044

Dear Filing Department:

Enclosed is two copies of Amendment to Articles of Incorporation and a check for \$35.00 to cover filing cost. Should you have any question, please call me at (404) 872-2262.

Sincerely,

  
L. Paul Schmidt  
1776 Peachtree Road NW  
Suite 203-S  
Atlanta, GA 30309

Enclosures:

cc: Jim Lemke

FILED  
95 DEC -4 AM 8:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 27, 1995

L. PAUL SCHMIDT  
ABM GROUP  
1776 PEACHTREE ROAD NW, SUITE 203-S  
ATLANTA, GA 30309

SUBJECT: MOBILE PHONE COMMUNICATIONS, INC.  
Ref. Number: P95000026044

We have received your document for MOBILE PHONE COMMUNICATIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 295A00051688

WIRELESS  
DESIGN  
CON. PAUL?

**AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
MOBILE PHONE COMMUNICATIONS, INC.**

The board of directors of Mobile Phone Communications, Inc. held a board of directors meeting on November 11, 1995 to change article one (name) of the Articles of Incorporation.

NOW

**ARTICLE I NAME**

The name of the corporation shall be: Mobile Phone Communications, Inc.

CHANGE TO

**ARTICLE I NAME**

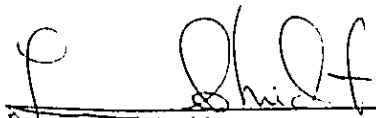
The name of the corporation shall be: ~~Communications Development Corporation.~~

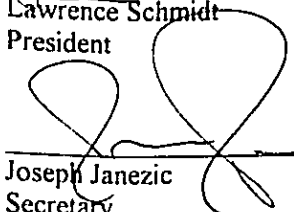
~~WIRELESS~~

As approved by the Shareholder's on November 13th, 1995.

DEVELOPMENT

CORPORATION (S)

  
\_\_\_\_\_  
Lawrence Schmidt  
President

  
\_\_\_\_\_  
Joseph Janezic  
Secretary



**AMENDMENT TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**MOBILE PHONE COMMUNICATIONS, INC.**

The board of directors of Mobile Phone Communications, Inc. held a board of directors meeting on November 11, 1995 to change article one (name) of the Articles of Incorporation.

NOW:

**ARTICLE I NAME**

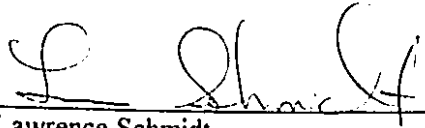
The name of the corporation shall be: Mobile Phone Communications, Inc.

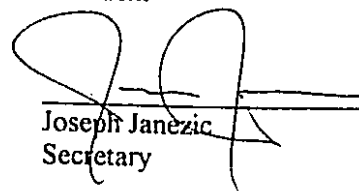
CHANGE TO:

**ARTICLE I NAME**

The name of the corporation shall be: ~~Communications Development Corporation.~~  
DIRECT SS

As approved by the Shareholder's on November 13th, 1995.

  
\_\_\_\_\_  
Lawrence Schmidt  
President

  
\_\_\_\_\_  
Joseph Janeczic  
Secretary

FILED  
95 DEC -4 AM 8:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

PROFIT  
CORPORATION  
ANNUAL REPORT  
1996



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

DOCUMENT # P95000026044 (4)

MOBILE PHONE COMMUNICATIONS, INC.  
WIRELESS DEVELOPMENT CORPORATION

Principal Place of Business

Mailing Address

P.O. BOX 3347  
HOLIDAY FL 34690

P.O. BOX 3347  
HOLIDAY FL 34690

FILED

96 NOV 25 PM 3:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REINSTATEMENT

21. Principal Place of Business  
6230 STONE RD.  
22. State, Apt. #, etc.  
BLDG - M  
23. City & State  
PORT RICKEY, FL  
24. Zip  
34668  
25. Country  
USA  
26. Mailing Address  
6230 STONE RD  
27. State, Apt. #, etc.  
BLDG - M  
28. City & State  
PORT RICKEY, FL  
29. Zip  
34668  
30. Country  
USA

3. Date incorporated or Qualified  
03/29/1995  
3a. Date of Last Report  
Applied For  
Not Applicable  
4. FEI Number  
59-3318049  
5. Certificate of Status Desired  
8.75 Additional  
Fee Required  
6. Election Campaign Financing  
Trust Fund Contribution  
5.00 May Be  
Added to Fees  
7. This corporation has liability for intangible tax under s. 199.032,  
Florida Statutes  
Yes No

9. Name and Address of Current Registered Agent  
SCHMIDT, LAWRENCE  
2047 GARAND BLVD.  
HOLIDAY FL 34690

10. Name and Address of Now Registered Agent  
81. Name  
F. SCOTT KENNETH  
82. Street Address (P.O. Box Number is Not Acceptable)  
6230 STONE RD BLDG-M  
83. City  
PORT RICKEY  
84. State  
FL  
85. Zip Code  
34668

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office 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. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.  
SIGNATURE  
F. SCOTT KENNETH  
DATE  
11-16-96

12. OFFICERS AND DIRECTORS  
TITLE  
NAME  
STREET ADDRESS  
CITY ST ZIP  
DIRECTOR  
F. SCOTT KENNETH  
4410 TIBURON DR  
NEW PORT RICKEY, FL 34655  
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  
TITLE  
NAME  
STREET ADDRESS  
CITY ST ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12  
1.1 TITLE  
1.2 NAME  
1.3 STREET ADDRESS  
1.4 CITY - ST - ZIP  
2.1 TITLE  
2.2 NAME  
2.3 STREET ADDRESS  
2.4 CITY - ST - ZIP  
3.1 TITLE  
3.2 NAME  
3.3 STREET ADDRESS  
3.4 CITY - ST - ZIP  
4.1 TITLE  
4.2 NAME  
4.3 STREET ADDRESS  
4.4 CITY - ST - ZIP  
5.1 TITLE  
5.2 NAME  
5.3 STREET ADDRESS  
5.4 CITY - ST - ZIP  
6.1 TITLE  
6.2 NAME  
6.3 STREET ADDRESS  
6.4 CITY - ST - ZIP  
300002017033-5  
-12/02/96--01028--013  
\*\*\*\*383.75 \*\*\*\*383.75  
JBH-25910

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 or in an attachment with an address.

SIGNATURE:

9-24-96 (83) 845-3577

CR2E034 (12/95)