

# A95000028303

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

FROM: EMPIRE CORPORATE KIT COMPANY  
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MIAMI FL 33136-02-  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: EMTEL, INC.  
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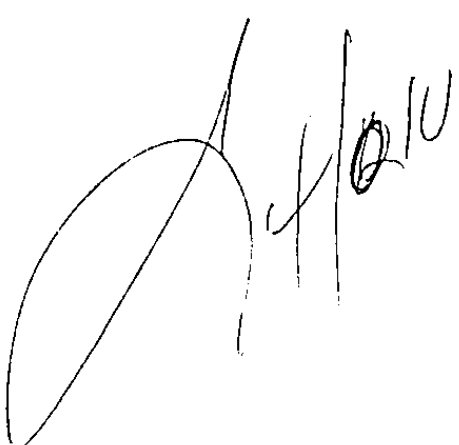
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3 pages

WILLIAM J. BROWN  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra D. Mortham  
Secretary of State

April 10, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: EMTKL, INC.  
REF: W95000007661

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

The 3rd page of Articles was not received, please re-send.

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) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: W95000004014  
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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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# ARTICLES OF INCORPORATION

of

EMTEL, INC.

## ARTICLE I - Name

The name of the corporation is:

EMTEL, INC.

## ARTICLE II - Duration

This corporation shall exist perpetually, commencing on the date of incorporation.

## ARTICLE III - Purpose

The nature of the business or purposes to be conducted or promoted are: to manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles of property of all kinds; to render services of all kinds and to engage in any lawful act or activity permitted by the laws of the United States or for which corporations may be organized under the Corporation Law of the State of Florida.

## ARTICLE IV - Capital Stock

This corporation is authorized to issue 7,500 share of \$1.00 par value stock, which shall be designated common shares.

## ARTICLE V - Address

The post office address of the place at which the principal office of the

Richard K. Ingalls, Esquire  
2455 E. Sunrise Blvd., Suite 320  
Fort Lauderdale, Florida 33304  
Telephone: 305-565-1977  
Florida Bar No.: 119113

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corporation in this state will be located in:

2455 East Sunrise Blvd.  
The Mezzanine  
Fort Lauderdale, Florida 33304

#### ARTICLE VI - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of this corporation are:

Ron Ornan  
2455 East Sunrise Blvd.  
The Mezzanine  
Fort Lauderdale, Florida 33304

#### ARTICLE VII - Alteration of By-Laws

The power to alter, amend or repeal the By-Laws or to adopt new By-Laws shall be vested in the Board of Directors; provided, however, that any By-Law or amendment therein as adopted by the Board of Directors may be altered, amended, or repealed by a vote of the shareholders entitled to vote for the election of directors, or a new By-Law in lieu thereof may be adopted by vote of such shareholders. No By-Law which has been altered, amended, or adopted by such a vote of the shareholders may be altered, amended or repealed by vote of the directors until two (2) years shall have expired since such action by vote of such shareholders.

**ARTICLE VIII - Incorporator**

The name and address of the person signing these Articles of Incorporation is:

**Ron Oman**  
2455 East Sunrise Blvd.  
The Mezzanine  
Fort Lauderdale, Florida 33304

**ARTICLE IX - Indemnification**

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

**ARTICLE X - Registered Agent**

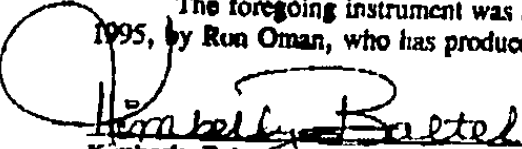
The corporation designates Richard K. Inglis, Esquire, located at Suite 320, International Building, 2455 East Sunrise Boulevard, Fort Lauderdale, Florida 33304 as its agent to accept service of process within this State pursuant to Chapter 48.091, Florida Statutes.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 7<sup>th</sup> day of April, 1995.

  
Ron Oman, Incorporator

STATE OF FLORIDA )  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of April, 1995, by Ron Oman, who has produced a Florida Drivers License as identification.

  
Kimberly Beller  
Notary Public  
Commission Number CC 169734  
My Commission Expires: December 22, 1995

