

REFERENCE :

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AUTHORIZATION :

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ORDER DATE : May 3, 1995

ORDER TIME: 12:27 PM

ORDER NO. : 590670

CUSTOMER NO: 80482A

CUSTOMER: Rick M. Selman, Esq. ROBERT I. CLAIRE, ESQ

Suite #702

5355 Town Center Road Boca Raton, FL 33486

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DOMESTIC FILING

NAME:

COMMUNICATIONS DEPOT, INC.

XX ARTICLES OF INCORPORATION ξ CERTIFICATE OF LIMITED PARTNERSHIP \Box PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY ____ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: T. BROWN MAY - 5 1995



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 3, 1995

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: COMMUNICATIONS DEPOT, INC.

Ref. Number: W95000009388

We have received your document for COMMUNICATIONS DEPOT, INC. and your check(s) totaling \$122.50. 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 **DOFS 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 enture 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) 487-6932.

Teresa Brown Corporate Specialist

Letter Number: 095A00021492

ARTICLES OF INCORPORATION

<u>of</u>

COMPLETE COMMUNICATIONS, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, are to be determined in accordance with the laws of the State of Florida.

ARTICLE ONE - NAME AND PRINCIPAL OFFICE LOCATION

The name of this corporation shall be: COMPLETE COMMUNICATIONS.

INC. The principal office address is 6191 West Atlantic Boulevard,

Margate, Florida 33063.

ARTICLE TWO - DURATION

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE THREE - PURPOSE

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz: Transact any and all lawful business.

ARTICLE FOUR - POWERS

The corporation shall have all of the powers enumerated in the Florida General Corporation Act, including but not limited to:

To have perpetual succession by its corporate name;

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PALLAMESCE A SAIR

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own hold, vote, use employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporate may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conducts its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any of all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee, or agent of the corporation

to the full extent as permitted by Florida Statute 607.014.

ARTICLE FIVE - CAPITAL STOCK

This corporation is authorized to issue one thousand shares of \$1.00 par value common stock, which shall be designated "common shares."

ARTICLE SIX - INITIAL REGISTERED OFFICE & AGENT

The name of the initial registered agent of this corporation and the street address of the initial registered office of this corporation is:

PAUL KALLWITZ 6191 West Atlantic Boulevard Margate, Florida 33063

ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of Directors may be increased by the bylaws. The name and address of the initial Director of this corporation are:

PAUL KALLWITZ 6191 West Atlantic Boulevard Margate, Florida 33063

ARTICLE EIGHT - INCORPORATOR

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

PAUL KALLWITZ 6191 West Atlantic Boulevard Margate, Florida 33063

ARTICLE NINE - BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors and Shareholders.

ARTICLE TEN - INDEMNIFICATION

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

ARTICLE ELEVEN - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorpor ion has executed these Articles of Incorporation this, 2 day, of May, 1995.

PAUL KALIWITZ

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this _____ day of May, 1995 by PAUL KALLWITZ who produced _____ as identification and who did not take an oath and acknowledged before me that he executed the same.

NOTARY PUBLIC

MY COMMISSION EXPIRES:



ACCEPTANCE BY REGISTERED AGENT

OF

COMPLETE COMMUNICATIONS, INC.

Having been named to accept service of process for the above named corporation at the place designated in the attached Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping said office open.

PAUL KALLWINZ

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing was acknowledged before me this 2 day of May, 1995 by PAUL KALLWITZ who produced FC D.L as identification and who did not take an oath and acknowledged before me that he executed the same.

NOTARY PUBLIC

MY COMMISSION EXPIRES:

