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BATSEL, McKINLEY, ITTERSAGEN, GUNDERSON & BERNTSSON, P.A.
ATTORNEYS AT LAW

1901 PLACIDA ROAD, SUITE 104
ENGLEWOOD, FLORIDA 34223
(813) 474-7713
TELEFAX (813) 474-8276

18401 MURDOCK CIRCLE
PORT CHARLOTTE, FLORIDA 33948
(813) 627-1000
TELEFAX (813) 255-0684

C. GUY BATSEL
MICHAEL R. McKINLEY
SCOTT D. ITTERSAGEN
MIKO P. GUNDERSON
ROBERT H. BERNTSSON
ROBERT F. KOCH

Reply To Port Charlotte

May 17, 1995

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****122.50 ****122.50

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

Re: SOUTHWEST FLORIDA CABLE CONSTRUCTION, INC.

To The Clerk:

With respect to the above-referenced Corporation, enclosed for filing by you are Articles of Incorporation of same. Also enclosed is my check for $122.50 to cover the necessary filing fees.

If you have any questions in this regard, please do not hesitate to contact my office at the above number and address. Thank you for your prompt attention in this matter.

Sincerely,

Robert F. Koch / BO

ROBERT F. KOCH
BATSEL, MCKINLEY, ITTERSAGEN,
GUNDERSON & BERNTSSON, P.A.

RFK/bo
Enclosures

5/24/95

Dictated By Robert F. Koch
And signed in his absence
by his secretary.

ARTICLES OF INCORPORATION
OF
SOUTHWEST FLORIDA CABLE CONSTRUCTION, INC.

The undersigned, for the purpose of forming a corporation under Florida law, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is Southwest Florida Cable Construction, Inc. The address of the company is 3318 Great Neck Street, Port Charlotte, FL 33952.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under Florida law.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 100,000, all of which shall be common shares with no par value. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten (10) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE V - PREEMPTIVE RIGHTS

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the primary stockholders and then to the corporation at the fair market value thereof. Such offer shall be in writing, signed by the stockholder; shall be sent registered or certified mail to the stockholders of the corporation and then to the corporation's principal place of business; and shall remain open for acceptance for a period of thirty (30) days from the date of mailing. If the stockholders and the corporation fail or refuse within such period to make satisfactory arrangements for the purchase of such shares, the stockholder shall have the right to dispose of his shares as he may see fit.

Upon the death of the stockholder, the aforementioned provisions shall be binding upon the heirs, beneficiaries, executor, administrator or personal representative of each stockholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend: "These shares are held subject to certain transfer restrictions imposed by the articles of incorporation of the corporation. A copy of the articles is on file at the principal office of the corporation."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be: 18401 Murdock Circle, Port Charlotte, Florida 33948, and the name of the initial registered agent is Batsel, McKinley, Ittersagen & Gunderson & Berntsson, P.A.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Board of Directors of the corporation shall consist of two (2) members.

The names and addresses of the first Board of Directors are:

Kevin L. Williams	3318 Great Neck Street Port Charlotte, FL 33952
Ronald D. Barnett	140 Revere Street Port Charlotte, FL 33948

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators are:

Kevin L. Williams	3318 Great Neck Street Port Charlotte, FL 33952
Ronald D. Barnett	140 Revere Street Port Charlotte, FL 33948

ARTICLE IX - BY-LAWS

The power to make, alter, amend, and repeal the By-laws of the corporation shall be reserved to the stockholders of the corporation.

The stockholders shall have the right to determine in every instance the consideration for which the shares of the corporation shall be issued.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or amendment thereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, we have subscribed our names this 16 day of May, 1995.

KEVIN L. WILLIAMS

RONALD D. BARNETT

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared KEVIN L. WILLIAMS, to me known to be the person described herein or who has produced identification and who did take an oath and execute the foregoing instrument and who acknowledged before me that he executed the same.

WITNESS my hand and seal in the County and State last aforesaid this 16th day of May, 1995.

(Affix Seal)

BRENDA L. OSTER
MY COMMISSION # CC442538 EXPIRES
March 18, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

NOTARY PUBLIC
Type of Identification Provided:
FL DL W452 512 63 080 0

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared **RONALD D. BARNETT**, to me known to be the person described herein or who has produced identification and who did take an oath and execute the foregoing instrument and who acknowledged before me that he executed the same.

WITNESS my hand and seal in the County and State last aforesaid this 16th day of May, 1995.

(Affix Seal)

BRENDA L. OSTER
MY COMMISSION # CC442538 EXPIRES
March 18, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

NOTARY PUBLIC
Type of Identification Provided:
FL DL B653 724 62 024 0

ACCEPTANCE BY REGISTERED AGENT

I, Robert F. Koch, a duly authorized Officer of Batsel, McKinley, Ittersagen, Gunderson & Berntsson, P.A., do on behalf of said company accept the appointment as Registered Agent.

DATED this 16th day of May, 1995.

BATSEL, MCKINLEY, ITTERSAGEN,
GUNDERSON & BERNTSSON, P.A.

By: Robert F. Koch
ROBERT F. KOCH

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