

P95 0000 44082

THOMAS EDWARD SHINE
ATTORNEY AT LAW
905 SARNO ROAD - SUITE A
P.O. BOX 361293
MELBOURNE, FLORIDA 32936-1293

TEL. 407-254-4567

FAX 407-254-6111

May 23, 1995

Ms. Jo Mynard
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

100001501681
-05/30/95--01089--004
****122.50 ****122.50

RE: Di-Tel, Inc.

Dear Ms. Mynard:

Enclosed herewith you will find the following:

1. Original and one copy of Articles of Incorporation for the above corporation.
2. My check in the sum of \$122.50 for filing and return of one certified copy of same.

Please file and return the certified copy of same to this office as soon as possible in the enclosed prepaid envelope.

Very truly yours,


THOMAS E. SHINE

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Enclosures

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FILED
95 MAY 30 PM 12:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Incorporation of Di-Tel, Inc.

FILED
95 MAY 30 PM 12:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: Di-Tel, Inc.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things permitted or provided by Statute and those hereinafter set out as fully and to the same extent as natural persons might or could do,

- a) To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property, both improved and unimproved, and personal property of whatsoever nature or kind, as owner, agent, factor, or broker; to build, construct and alter houses, buildings and structures of whatsoever nature or kind; and to develop real property generally, to loan money upon real and personal property and to take mortgages and bonds, and assignments of mortgages and bonds upon real and personal property of whatsoever nature or kind; and to borrow money thereon by mortgage or otherwise; to buy, sell, and deal in bonds and loans secured by mortgages or other liens on real property or personal property of all kinds and description;
- b) To purchase, manufacture, acquire, hold, own, mortgage, hypothecate, pledge, lease, sell, assign, transfer, invest in, trade in, deal in, borrow and lend money upon goods, wares, merchandise and real and personal property of every kind and description;
- c) To act as, agent, broker or attorney in fact for any persons, firms or corporations in buying, selling and dealing in real or personal property of whatsoever nature or kind, and any and every estate and interest therein, and choses in action secured thereby, judgments resulting therefrom, and

other personal property collateral thereto, in making and obtaining loans upon such property, in supervising, managing and protecting such property and loans and all interest in and claims affecting the same, in effecting insurance against fire and all other risks thereon, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to; to register mortgages and deeds of trust of real property or chattels real and all other securities collateral thereto; to investigate and report upon the credit and financial solvency and sufficiency of borrowers and sureties upon such securities; and to transact all or any other business which may be necessary or incidental or proper to the exercise of any or all of the purposes of the corporation;

- d) To subscribe for, purchase, invest in, hold, own, assign, pledge, and otherwise dispose of shares of capital stock, bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidences of indebtedness of any persons, firms, associations, or other corporations, whether domestic or foreign, and to exercise in respect of any such shares of stocks, bonds and other securities, any and all rights, powers and privileges of individual ownership, including the right to vote thereon, to issue bonds and other obligations, and to secure the same by pledging or mortgaging the whole or any part of the property of the company, and to sell such bonds and other obligations for proper corporate purposes, and to do any and all acts and things tending to increase the value of the property at any time held by the company;
- e) To acquire, hold, undertake and fully exploit the goodwill, property, rights, franchises, and assets of every kinds, and the liabilities of any person, firm, association or corporation, either wholly or partly and to pay for the same in cash, stocks or bonds of the company or otherwise;
- f) To borrow money and contract debts when necessary in the purpose of acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital, or any other object in or about its business or affairs and without limit as to amount, to incur debt and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise;
- g) In any manner to acquire, enjoy, utilize, and to dispose of patents, copyrights, and trademarks, and any license or other rights or interest therein and thereunder;
- h) To conduct business and operations, and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this State and in any other of the several States, territories, possessions, and dependencies of the United States, the District of Columbia, and in any and all foreign countries;

- i) To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner, agent, broker, or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes, evidences of indebtedness, leases, options, certificates of interest, participation certificates, voting trust certificates evidencing shares of or interest in common law trusts, trusts and trust estates or associations, certificates of trust or beneficial interest in trusts, mortgages, contracts and other instruments, securities and rights; to investigate and report with respect to, and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, firms, associations and corporations; to institute, participate in, or promote commercial, mercantile, financial and industrial enterprises and operations;
- j) To engage in and carry on any advertising business in connection with property of any nature, owned, leased, or otherwise acquired by this corporation, as principal or agent, with powers to let contracts for any such advertising, and to make and carry out contracts of every nature or kind that may be conducive to the accomplishment of any purposes of the company;
- k) To sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person; to adopt and use a common corporate seal and alter the same; to appoint such officers and agents as its affairs shall require and allow them suitable compensation; to make gifts for educational, scientific or charitable purposes;
- l) To do any and all things, and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Incorporation or any amendment thereto necessary and incidental to the protection and benefit of the Corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in this Certificate of Incorporation shall not be deemed to be exclusive, but all other lawful powers conferred by the Statutes of the State of Florida are hereby included.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares at a par value of \$1.00 each.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just and fair valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall be not less than Five Hundred Dollars, which sum has been subscribed.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the registered office of this corporation in the State of Florida is: 544 Ponderosa Street, West Melbourne, Florida 32904.

The registered agent at such address is: Ronald Wayne Thompson.

The Board of Directors may, from time to time, move the registered office to any other address in Florida.

The principal place of business and mailing address is: 544 Ponderosa Street, West Melbourne, Florida 32904.

ARTICLE VII

This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

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

Ronald Wayne Thompson
544 Ponderosa Street
West Melbourne, Florida 32904

Director

Frank Facciobene, Jr.
P.O. Box 2289
Melbourne, Florida 32902-2289

Director

Dan Brown
2510 Fairway Ave.
Melbourne, Florida 32901

Director

Bob Covey
8606 Sylvan Drive
West Melbourne, Florida 32904

Director

ARTICLE IX

The name and street addresses of each person signing the Articles of Incorporation as subscriber is:

Ronald Wayne Thompson
544 Ponderosa Street
West Melbourne, Florida 32904

President

Frank Facclobene, Jr.
P.O. Box 2289
Melbourne, Florida 32902-2289

Vice President

Dan Brown
2510 Fairway Ave.
Melbourne, Florida 32901

Secretary

Bob Covey
8606 Sylvan Drive
West Melbourne, Florida 32904

Treasurer

ARTICLE X

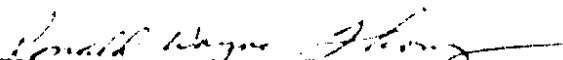
This corporation reserves the right to amend, alter, change or repeal any provisions contained in the Certificate of Incorporation, in the manner now or hereafter prescribed by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The Directors of this corporation shall have the power to make or amend the by-laws and to fix any amount to be reserved for working capital.

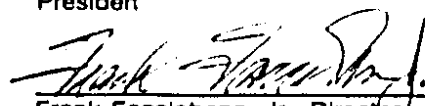
The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them or any indebtedness of such members of the corporation.

IT WITNESS WHEREOF we, undersigned, being each of the original subscribers to the capital stock do make and file these Articles of Incorporation for the purposes expressed.

hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals, this 23rd day of May 1995.




Ronald Wayne Thompson, Director
President



Frank Facciobene, Jr., Director
Vice President



Dan Brown, Director
Secretary



Bob Cluey, Director
Treasurer

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 23rd day of May 1995 by
RONALD WAYNE THOMPSON, FRANK FACCIOBENE, JR., DAN BROWN and BOB COVEY
who are

 personally known to me, or
 / who have produced Florida Driver's License as identification and who did take an
oath.

W. Cheryl L. Davis
(Print Name) W. Cheryl L. Davis
Notary Public
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MAY 1995 - OCT. 1996
BONDED THRU GENERAL INS. UND.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation,
at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provision of said Act relative to keeping open said office.

BY: Ronald Wayne Thompson
Ronald Wayne Thompson
Registered Agent

FILED
95 MAY 30 PM 12:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THOMAS E. SHINE
ATTORNEY AT LAW
905 SARNO ROAD - SUITE A
P.O. BOX 361293
MELBOURNE, FLORIDA 32936-1293

TEL. 407-254-4567

FAX 407-254-6111

P95000044082

January 2, 1997

Ms. Jo Mynard
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

400002046224--4
-01/06/97--01007--001
*****35.00 *****35.00

RE: Amendment to Articles of Incorporation
DI-Tel, Inc.

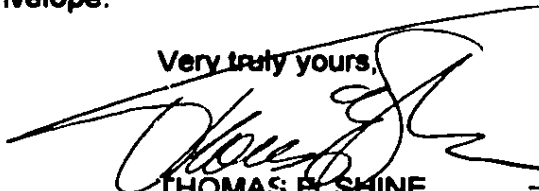
Dear Ms. Mynard:

Enclosed herewith you will find the following:

1. Original and one copy of Articles of Amendment to Articles of Incorporation of DI-Tel, Inc.
2. Check in the sum of \$35.00 for filing and return of one certified copy of same.

Please file and return the certified copy of same to this office as soon as possible in the enclosed prepaid Airborne envelope.

Very truly yours,


THOMAS E. SHINE

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Enclosures

*Cheryl authorized to
change majority to all
8 stockholders.*

97 JAN -3 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Amend

LFT

1-16-97

**Articles of Amendment to
Articles of Incorporation of
Di-Tel, Inc.**

FILED
97 JAN -3 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Di-Tel, Inc.
2. The following amendment of the Articles of Incorporation were adopted by the Board of Directors of the corporation on 4 November 1996 in the manner prescribed by Florida Statutes.

ARTICLE III. The following paragraph is hereby modified and by this reference incorporated into the Articles of Incorporation, to wit:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is increased from 1,000 shares at a par value of \$1.00 each to 2,000 shares at a par value of \$1.00 each.

3. The above amendment was approved by all of the stockholders at a Stockholder's meeting on 4 November 1996.
4. In all other respects, the articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 2nd day of January 1997.

Di-Tel, Inc., a Florida Corporation
544 Ponderosa St.
West Melbourne, FL 32904

By:


Ronald Wayne Thompson
President/Director

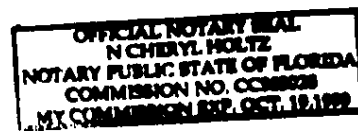
(Corporate Seal)

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was sworn to and acknowledged before me this 2nd day of January 1997 by RONALD WAYNE THOMPSON, PRESIDENT of Di-Tel, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me and did take an oath, that the allegations made herein are true.

N. Cheryl Holtz

N. Cheryl Holtz
Notary Public
My Commission Expires:



P95000044082

THOMAS E. SHINE
ATTORNEY AT LAW
905 SARNO ROAD - SUITE A
P.O. BOX 361293
MELBOURNE, FLORIDA 32936-1293

TEL. 407-254-4567

FAX 407-254-6111

April 9, 1997

Ms. Jo Mynard
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300002189418--2
-04/10/97--01079--001
*****35.00 *****35.00

RE: Amendment to Articles of Incorporation
DI-Tel, Inc.

Dear Ms. Mynard:

Enclosed herewith you will find the following:

1. Original and one copy of Articles of Amendment to Articles of Incorporation of DI-Tel, Inc.
2. Check in the sum of \$35.00 for filing and return of one certified copy of same.

Please file and return the certified copy of same to this office as soon as possible in the enclosed prepaid Airborne envelope.

Very truly yours,


THOMAS E. SHINE

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Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 15 PM 12:42
Amended
MAY 15 1997

THOMAS E. SHINE
ATTORNEY AT LAW
905 SARNO ROAD - SUITE A
P.O. BOX 381293
MELBOURNE, FLORIDA 32936-1293

TEL. 407-254-4587

FAX 407-254-8111

May 12, 1997

Ms. Jo Mynard
Division of Corporations
Secretary of State
409 E. Gaines St.
Tallahassee, Florida 32399

RE: Amendment to Articles of Incorporation

Dear Ms. Mynard:

Enclosed herewith you will find the following:

1. Original and one copy of Articles of Amendment of Incorporation of Di-Tel, Inc.
2. Copy of your 14 April 1997 letter.

Please file and return a copy of same to this office as soon as possible in the enclosed prepaid envelope.

Very truly yours,



THOMAS E. SHINE

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Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 14, 1997

THOMAS E. SHINE, ESQ.
P. O. BOX 361263
MELBOURNE, FL 32936-1293

SUBJECT: DI-TEL, INC.
Ref. Number: P95000044082

We have received your document for DI-TEL, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

~~There is a balance due of \$52.50 for the Certified copy mentioned in your letter of~~ *Letter*
April 9.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 697A00018718

RECEIVED

97 MAY 14 AM 8:37

DIVISION OF CORPORATIONS

**Articles of Amendment to
Articles of Incorporation of
Di-Tel, Inc.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
97 MAY 15 PM 12:42

Pursuant to the provisions of Chapter 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Di-Tel, Inc.
2. The following amendment of the Articles of Incorporation were adopted by the Board of Directors of the corporation on 7 April 1997 in the manner prescribed by Florida Statutes.

ARTICLE III. The following paragraph is hereby modified and by this reference incorporated into the Articles of Incorporation, to wit:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is increased from 2,000 shares at a par value of \$1.00 each to 4,000 shares at a par value of \$1.00 each.

3. The above amendment was approved by a majority of the stockholders at a Stockholder's meeting on 7 April 1997 which number of votes cast was sufficient for approval.
4. In all other respects, the articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 7th day of May 1997.

Di-Tel, Inc., a Florida Corporation
544 Ponderosa St.
West Melbourne, FL 32904

By: _____

Dan Brown
Secretary/Director

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was sworn to and acknowledged before me this 7th day of May 1997 by DAN BROWN, Secretary of Di-Tel, Inc., a Florida Corporation, on behalf of the corporation. He is

 personally known to me or
 / produced *Florida Drivers License* and did take an oath,
that the allegations made herein are true.

N. Cheryl Holtz
N. Cheryl Holtz
Notary Public
My Commission Expires:

