

**P9500044878**

BARNE J. MORAIN  
ATTORNEY AT LAW  
115 NORTH PALMER  
PENSACOLA, FLORIDA 32501

May 31, 1995

(904) 432 0406

Florida Secretary of State  
Division of Corporations  
New Filings Section  
P.O. Box 6327  
Tallahassee, FL 32314

\*\*\*\*\*1505216  
-06/02/95--01090--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Filing Corporate Charter:  
"VERTICAL LEASING, INC."

Dear Sir or Madam:

Enclosed please find original and one copy of Articles of Incorporation, on captioned, which contains appointment and acceptance of Resident Agent in the body and in the execution of it.

I am enclosing my check #1608 in the sum of \$70.00 for the following:

1. Filing fee:	\$35.00
2. Resident Agent's Fee:	<u>35.00</u>
	\$70.00

Please return the Certificate of Incorporation and the receipt to the undersigned.

Yours very truly,

BARNE J. MORAIN

BJ:jlr

1/1/95

95 JUN -2 AM 9:32  
TALLAHASSEE, FLORIDA

BROWN JUN 1 2 1995

**CERTIFICATE OF INCORPORATION  
OF**

**VERTICAL LEASING, INC.**

The undersigned, being one (1) in number, for the purpose of becoming a body corporate under the laws of Florida, does hereby certify and make, subscribe and acknowledge and file in the Office of the Secretary of the State of Florida, this Certificate:

1. The name of the corporation shall be:

"VERTICAL LEASING, INC."

2. The general nature of the business to be transacted is as follows:

To build, erect, equip, repair, maintain, lease and let communication towers and antenna's and space thereon to others as well as self and to manage thereafter. To take and hold leases or rentals of space on said towers. To do all the usual and necessary things as authorized and proper in the operation and management of a communication tower space rental corporation.

To buy, sell, build, contract, equip, repair, maintain, improve, lease and let towers, antennas, buildings, stores, warehouses, any commercial building, whether for retail, wholesale or whatever, and other lands or buildings necessary, proper or convenient for corporate purposes.

To engage in the business of building, operating and/or leasing communication towers and antennas and other uses thereof and other activities in conjunction with same, including any other type of business including those connected with the owning and/or the managing of rental properties.

To make, buy, sell, purchase, assign, hypothecate and otherwise deal in notes, mortgages, bonds and other evidence of indebtedness, secured and unsecured, guaranteed, insured or of conventional type.

To engage in the operation, maintenance and conduct of places of business and to provide services and facilities for others for profit of any character permitted under the laws of the State of Florida.

FILED  
95 JUN -2 AM 9:32  
TALLAHASSEE, FLORIDA

To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise and real and personal property of every class and description.

To acquire and pay for in cash, stock, bonds of this corporation or otherwise, the good will, rights, assets and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchise or for any other lawful purpose of its incorporation, to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidence of indebtedness payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by mortgages, pledges or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired or any other lawful object.

In any manner to acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and any licenses including occupational or other rights or interests therein and thereunder.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under laws of this State or any other State or Government, and while the owners of such stock to exercise all the rights, powers, and privileges of ownership, including the rights to vote thereon.

To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own capital stock except surplus of its assets under its liabilities including capital, and provided further that shares of its own capital stock belonging to it

shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders' quorum or vote.

To conduct business, have one or more offices and hold, purchase, mortgage and convey real and personal property in this State and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and foreign countries.

To do all and everything necessary and proper for the accomplishment of the object enumerated in this Certificate of Incorporation, or any amendment thereto or necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects set forth in this Certificate of Incorporation or any amendment hereto, and to do any and all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The foregoing clauses shall be construed both as objects and powers, and shall be in addition to those powers granted by statute; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict businesses to be transacted or engaged in by said corporation, but shall be in addition to the business or businesses authorized to be conducted by corporations under the laws of the State of Florida.

3. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be 25,000 at \$1.00 par value each, it being stipulated that the total authorized capital of said corporation will be Twenty-Five Thousand Dollars (\$25,000.00) divided into twenty-five thousand shares at \$1.00 each, all of which may be outstanding at any time, when lawfully issued.

4. The amount of capital stock with which this corporation will begin business is hereby fixed at Five Hundred Dollars (\$500.00).

5. That this corporation shall exist perpetually and the existence shall cease only upon its lawful dissolution.

6. That the principal office of this corporation will be in Pensacola, Escambia County, Florida, and its address will be 3671 Maule Road, Pensacola, Florida 32501.

7. The number of Directors of said corporation is hereby fixed at not less than one (1) nor more than seven (7), the number to be chosen for any given year to be determined by the stockholders at the annual meeting for the election of Directors; provided that until the number of members of the Board of Directors shall be otherwise changed, such Board of Directors shall consist of two (2) members.

8. The names and addresses of the officers and the members of the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of existence of the corporation, and/or until their successors are elected and have qualified, are as follows:

The proposed Board of Directors are:

Paul M. Bookout and Dolores Bookout both of 3671 Maule Road, Pensacola, Florida 32503

The proposed officers of the corporation are:

Jeffrey L. Bookout, President, Resident Agent - 699 Hwy. 95A South, Cantonment, Florida 32533

Paul M. Bookout, Vice President, 3671 Maule Road, Pensacola, Florida 32503.

Dolores Bookout, Secretary/Treasurer, 3671 Maule Road, Pensacola, Florida 32503

9. The names and addresses of each of the subscribers to this Certificate of Incorporation and the number of shares of stock which they respectively agree to take and pay for are as follows:

Paul M. Bookout, whose address is above, agrees to take and pay for 6000 shares of stock.

Dolores Bookout, whose address is above, agrees to take and pay for 6000 shares of stock.

The whole or any part of the capital stock of the corporation (including the subscribed herein) may be paid for in money or in property, real or personal, labor, services or real estate having a value, in the judgment of the Board of Directors,

equivalent to the full value of the shares of stock to be issued therefor.

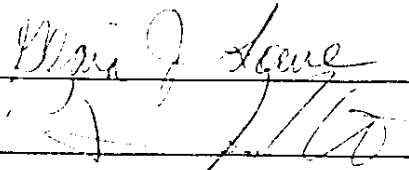
The Board of Directors is hereby authorized to issue and to hold all or any part of the shares of the capital stock of the corporation (including that herein subscribed as partly paid).

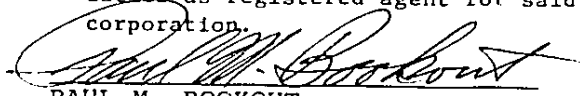
9. If any holder of any shares of stock of this corporation desires to dispose of the same or any part thereof, he shall not transfer or otherwise dispose of the same to third persons until he has first offered to the officers and holders of the remaining outstanding shares of stock the right to purchase such shares in proportion to the amount of such stock outstanding as held by each individual stockholder and then to any officer and at the price per share such stock is eventually sold for, provided such individual stockholder exercises his right to purchase his proportionate share within thirty (30) days and within sixty (60) days therefrom tenders the full amount in payment of such shares and in the event any individual stockholder fails to so exercise his privilege of purchase, then such individual proportionate share shall be offered to the remaining stockholders in proportion to the shares held by such other stockholders. In the event the ofference of the tender of payment shall not be made as above described by the individual stockholders within the time provided, the stockholder desiring to sell his shares of stock may then offer such shares to such other third persons as may be interested therein.

IN WITNESS WHEREOF, I, the undersigned, have hereunto set my hand and seal to this Certificate of Incorporation, as subscriber as aforesaid on this 30 day of May, 1995, and made and executed this Certificate of Incorporation at Pensacola, Florida, for the uses and purposes aforesaid.

Signed, sealed in the presence of:


I here by understand and accepts the duties as registered agent for said corporation.

  
\_\_\_\_\_

  
PAUL M. BOOKOUT  
As Promoter and Residential Agent

BEFORE ME, the undersigned Notary Public in and for said county and state, personally appeared PAUL M. BOOKOUT personally known by me, party to the foregoing Certificate of Incorporation, to me well known and known to be the individual described in and who executed the foregoing Certificate of Incorporation of VERTICAL LEASING, INC., and he acknowledged that he did make, execute, subscribe and acknowledge the foregoing Certificate of Incorporation as his voluntary act and deed for the purpose of forming a body corporate, pursuant to and under the provisions of the laws of the State of Florida, and the foregoing Certificate of Incorporation and the facts set forth therein are true and correct.

IN WITNESS WHEREOF, I have set hereunto my hand and official seal this 30<sup>th</sup> day of May, 1995, in Pensacola, Escambia County, Florida.

  
 \_\_\_\_\_  
 BARNE J. MORAIN  
 Notary Public



"OFFICIAL SEAL"  
Barne J. Morain  
My Commission Expires 11/20/96  
Commission #00 167595

2025-11-25