

1201 HAYS STREET  
TAMPA, FL 33601  
800-342-8076  
2-0171  
323-0191



ACCOUNT NO. : 0721000000032

REFERENCE : 645106 5312A

AUTHORIZATION :

COST LIMIT : 9 ~~70.00~~ 78.75 SBR

ORDER DATE : July 20, 1995

ORDER TIME : 10:11 AM

ORDER NO. : 645106

CUSTOMER NO: 5312A

CUSTOMER: Ms. Katherine Russell  
ANNIS MITCHELL COCKEY  
EDWARDS & ROEHN, P.A.  
Suite 2100  
201 North Franklin Street  
Tampa, FL 33602

DOMESTIC FILING

NAME: WHITCOM, INC.

XXXX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebreana Randolph

EXAMINER'S INITIALS:

T. BROWN JUL 20 1995

95 JUL 20 10:11:46  
95 JUL 20 11:30:00  
FILED  
SECRETARY OF STATE  
TAMPA, FL 33602

P9500056376

ARTICLES OF INCORPORATION  
OF  
WHITCOM, INC.

FILED  
95 JUL 20 PM 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of this Corporation is: WHITCOM, INC. The mailing and street address of this Corporation is: 9800 4th Street North, St. Petersburg, Florida 33702.

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Powers

This Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.

(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) 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.

(d) 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.

(e) 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.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) 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 any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as this Corporation 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.

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

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Business Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of this Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of this Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

#### ARTICLE V

##### Capital Stock

This Corporation is authorized to issue 10,000 shares of \$.01 par value common stock, which shall be designated Common Shares.

#### ARTICLE VI

##### Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 201 N. Franklin Street, Suite 2100, Tampa, Florida 33602, and the name of its initial registered agent at such address is Stephen L. Kussner.

#### ARTICLE VII

##### Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Robert J. Hales	405 N. Rao Street, Suite 240 Tampa, Florida 33609
Donald K. Roberts	9800 4th Street North St. Petersburg, Florida 33702

#### ARTICLE VIII

##### Incorporator

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

<u>Name</u>	<u>Address</u>
Stephen L. Kussner	201 North Franklin Street Suite 2100 Tampa, Florida 33602

#### ARTICLE IX

##### Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

#### ARTICLE X

##### Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 19<sup>th</sup> day of July, 1995.

  
\_\_\_\_\_  
Stephen L. Kussner

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Stephen L. Kussner

Dated: July 19, 1995

2539-005-0285354.01

95 JUL 20 PM 3:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# **P950000 56376** **ANNIS, MITCHELL, COCKEY, EDWARDS & ROEHN**

PROFESSIONAL ASSOCIATION

MICHAEL D. ANNIS  
ENOLA T. BROWN  
PRESTON O. COCKEY, JR.  
JODIL CORRIGAN  
ROBERT M. DAISLEY  
KIRK A. DAVIS  
JEFFREY M. DEAN  
KENNETH A. DIAMOND  
JOSEPH D. EDWARDS  
W. KEITH FENDRICK  
JOHN H. FISHER, II  
WOLFGANG M. FLOHN  
DAVID A. GOLDBSTEIN  
D. LOCKWOOD GRAY  
WILLIAM H. GRAY, III  
CHRISTOPHER L. GRIFFIN  
MERCEDES GONZALEZ HALE  
CYNTHIA A. HENDERSON  
MARK D. HOWARD  
MICHELE R. HUDDICK  
BARBARA HARDY HUNT  
LAWRENCE P. INGRAM  
GARY W. JOHNSON

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AVAILABLE FOR CONSULTATION  
KARIGEL VOLLMER & PARTNER  
KURFURSTENDAMM 36  
D-10719 BERLIN  
GERMANY  
OIL 49-30 805 7710  
FAX 030-49-30-800-1308

ELIZABETH V. KELLEY  
STEPHEN L. KUBBEN  
DAVID L. LAPIDES  
THOMAS M. LITTLE  
W. EDWIN LITTON, II  
ROBERT D. MCLEAN  
MAHON PORTER MATHIASON  
STEPHEN J. MITCHELL  
LEE E. NELSON  
CLAUDIUS H. PRITCHARD, V.  
JOHN H. RAINE, III  
FRED S. RIDLEY  
ROBERT L. ROCKE  
THOMAS J. ROEHN  
JOSEPH W. N. RUGG  
STEVEN M. SAMAH  
OLIN O. SHIVERS  
DEBRA K. SMETANSKI  
GLENN T. SUNDIN  
STEPHEN J. SZABO, III  
JOSEPH N. TUCKER  
RANDOLPH J. WOLFE

FREDERICK B. KARL  
OF COUNSEL

August 25, 1995

Florida Secretary of State  
Amendments Section  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Whitcom, Inc.  
Our File No. 2539-014

RECEIVED  
SEP 1 1995  
TALLAHASSEE, FLORIDA

Dear Madam or Sir:

Enclosed please find the original and one copy of the Articles of Amendment to Articles of Incorporation of Whitcom, Inc. Please file the Articles of Amendment, place your filing stamp on the enclosed copy and issue a Certificate of Status. Our firm's check in the amount of \$43.75 is enclosed for the filing and certificate fees.

Please return the Certificate of Status and stamped copy of the Articles of Amendment to the undersigned in the envelope enclosed for that purpose.

If you have any questions, please let us know.

Sincerely,

*Katherine Russell*  
Katherine Russell  
Legal Assistant

KR/mhl  
Enclosures  
2539-014-291575

FILED  
95 AUG 31 PM 2:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

M. WENDRICK SEP - 4 1995

*Amend*



ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
WHITCOM, INC.

FILED  
95 AUG 31 PM 2:03  
SECRETARY OF STATE  
DALLAS, TEXAS

WHITCOM, INC., a corporation duly organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to unanimous written action of the voting shareholders and Directors of the Corporation, in lieu of a special meeting, which vote was sufficient for approval, the following resolutions was adopted on August 23, 1995, amending the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

"The name of this Corporation is: **WITCOM, INC.**"

WHEREUPON, this 23rd day of August, 1995, the Corporation has caused its Vice President to execute these Articles of Amendment to Articles of Incorporation so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

WHITCOM, INC., a Florida  
corporation

By: Robert J. Hales  
Robert J. Hales  
Vice President