

P95000066390

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Florida Communications
Cable Co.

C.C. FEE. DISBURSED

☒ Capital Express™
☒ Art. of Inc. File _____
 Corp. Record Search _____
 Ltd. Partnership File _____
 Foreign Corp. File _____
☒ () Cert. Copy(s) _____

 Art. of Amend. File _____
 Dissolution/Withdrawal _____
 C U S _____
 Fictitious Name File _____

 Name Reservation _____
 Annual Report/Restatement _____
 Reg. Agent Service _____
 Document Filing _____

 Corporate Kit _____
 Vehicle Search _____
 Driving Record _____
 Document Retrieval _____

 UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 _____ File No.'s, _____ Copies _____
 Courier Service _____
 Shipping/Handling _____
 Phone () _____
 Top Priority _____
 Express Mail Prep. _____
 FAX () _____ pgs. _____

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

TALLAHASSEE, FLORIDA

90 AUG 28 PM 1:40

SN AUG 28 1990

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY IAK

WALK-IN Will Pick Up 828 1202

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection

FILED
25 AUG 28 PM 1:40
ORLANDO, FLORIDA

**ARTICLES OF INCORPORATION
OF
FLORIDA COMMUNICATIONS & CABLE CO.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be FLORIDA COMMUNICATIONS & CABLE CO.

ARTICLE II

This corporation is to have perpetual existence. The date of commencement of corporate existence shall be the date of filing.

ARTICLE III

This corporation is organized for the following purposes: To engage in every aspect and phase of a telecommunications, electronics, and video business; to purchase or otherwise acquire, and to loan, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description in any manner whatsoever connected with, or associated with, the maintenance, care and operation of a telecommunications, electronics, and video business; and the sale, maintenance, care, construction and installation of equipment and supplies pertaining to the operation of a telecommunications, electronics, and video business; and to advertise and make known the services and benefits provided, and do all and everything necessary and proper for the accomplishment of any of the purposes set forth in these Articles Of Incorporation; to engage in every aspect and phase of transacting any or all lawful business, and to exercise all lawful powers necessary to effect its purposes as set forth herein.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 7,500 shares. All such shares shall be of a single class, designated as common.

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one director whose name and address are as follows:

Michael Wukotich
26749 N. Blumfield Avenue
Yalaha, Florida 34797

ARTICLE VIII

The initial registered agent of the corporation is Michael Wukotich. The street address of the corporation's initial registered office is 590 N. Central Avenue, Umatilla, Florida 32784.

ARTICLE IX

The principal place of business and mailing address of this corporation shall be: 590 N. Central Avenue, Umatilla, Florida 32784

ARTICLE X

The name and address of the incorporator to these Article of Incorporation is Michael Wukotich, 590 N. Central Avenue, Umatilla, Florida 32784.

The undersigned incorporator has executed these Articles of Incorporation this 22 day of August, 1995.


MICHAEL WUKOTICH, Incorporator

STATE OF FLORIDA
COUNTY OF LAKE

THE FOREGOING INSTRUMENT was acknowledged before me by MICHAEL WUKOTICH, who is personally known to me on August 22, 1995.


Notary Public



ACCEPTANCE OF INITIAL REGISTERED AGENT

FLORIDA COMMUNICATIONS & CABLE CO.

I HEREBY ACCEPT the position as initial registered agent of this corporation at **590 N. Central Avenue, Umatilla, Florida 32784**, its initial registered office, and I do agree to comply with all the responsibilities of a registered agent as set forth in accordance with the laws of the State of Florida.

22, DATED as to the initial registered agent on August 22, 1995.


MICHAEL WUKOTICH
Initial Registered Agent

STATE OF FLORIDA
COUNTY OF LAKE

THE FOREGOING INSTRUMENT was acknowledged before me by MICHAEL WUKOTICH, who is personally known to me on August 22, 1995.

John V. Weatherford
Notary Public



JOHN D WEATHERFORD
My Commission CC478266
Expires Jul. 30, 1999
Bonded by HAI
800-422-1555

WILLIAM F. FLOWERS

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