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RadioGuide, Inc.
2213 Andrea Lane, Suite 106
Fort Myers, FL 33912

August 4, 1995

08/07/95 09:10:11-0000
****122.50 ****122.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: RADIOGUIDE, INC.

Gentlemen:

FILED
1995 AUG 29 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check cover all incorporation fees.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,

Cindy Winkleman

Cindy Winkleman
RADIOGUIDE, INC.

*W-15986
C.K. B & B
+ Rain statements
502*

P. CHESNEY AUG 29 1995

RadioGuide, Inc.
Carl A. Allen
2013 SE 10th Lane
Cape Coral, FL 33990

August 24, 1995

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Freida Chesser

FILED
1995 AUG 29 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: RadioGuide, Inc. Ref No. W95000015986---

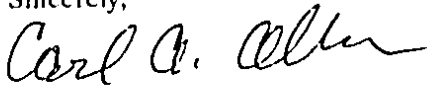
Dear Ms. Chesser:

Pursuant to our telephone conversation of August 14, 1995, I am resubmitting our Articles of Incorporation with the name RadioGuide, Inc. It is my understanding that the corporation now holding that name has a renewal expiration date of August 26th. On that date, RadioGuide will become available and we would like the use of that name at that time.

I have reprinted our Articles of Incorporation and am returning them to your attention so that you can promptly process the paperwork on Monday, August 28, 1995.

Thank you for your assistance.

Sincerely,



Carl A. Allen

W 9 5-17344



FLORIDA DEPARTMENT OF STATE

August 9, 1995

Sandra B. Mortham
Secretary of State

CINDY WINKLEMAN
2213 ANDREA LANE SUITE 106
FT MYERS, FL 33912

SUBJECT: RADIOGUIDE, INC.
Ref. Number: W95000015986

FILED
1995 AUG 23 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for RADIOGUIDE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 595A00037263

ARTICLES OF INCORPORATION

of

RADIOGUIDE, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation and its principal address is:

RADIOGUIDE, INC.
2013 SE 10TH LANE
CAPE CORAL, FL 33990

FILED
1995 AUG 29 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares (500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Stock".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation shall be:

CARL ANTHON ALLEN
2013 SE 10TH LANE
CAPE CORAL, FL 33990

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors immediately. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

CINDY SUE WINKLEMAN
2013 SE 10TH LANE
CAPE CORAL, FL 33990

CARL ANTHON ALLEN
2013 SE 10TH LANE
CAPE CORAL, FL 33990

ARTICLE VII - INCORPORATION

The names and addresses of the persons signing these Articles of Incorporation are as follows:

CINDY SUE WINKLEMAN
2013 SE 10TH LANE
CAPE CORAL, FL 33990

CARL ANTHON ALLEN
2013 SE 10TH LANE
CAPE CORAL, FL 33990

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 23rd day of August, 1995.

Cindy Sue Winkelman
CINDY SUE WINKLEMAN
Carl Anthon Allen
CARL ANTHON ALLEN

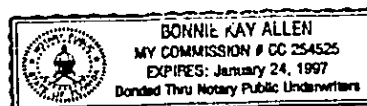
STATE OF FLORIDA
COUNTY OF LEE

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Cindy Sue Winkelman and Carl Anthon Allen known to me and known to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 23rd day of August, 1995.

Bonnie Kay Allen
Bonnie Kay Allen
Notary Public, State of Florida at Large

My Commission expires:



**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

RADIOGUIDE, INC.

Pursuant to Florida Statutes Section 48.091 and 607.034, the following is submitted. The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 2213 Andrea Lane, Suite 106, Fort Myers, FL 33912 has named Cindy Sue Winkleman located at the aforesaid address, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGEMENT

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

Carl Anthony Allen

Registered Agent

FILED
1995 JUN 29 PM 12:26
SECRET
FBI - MIAMI