

3/19/96

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FROM: EMPIRE CORPORATE KIT COMPANY
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MIAMI BEACH, FL 33139
CONTACT: RAY STORMONT
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: PROGRESSIVE COMMUNICATION TECHNOLOGIES, INC.
FAX AUDIT NUMBER: H96000003939
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 19, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: PROGRESSIVE COMMUNICATION TECHNOLOGIES, INC.
REF: W9600000590D

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Loria Poole
Corporate Specialist

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Prepared By:

MARK J. Bryn, Esq.

FLORIDA BAR # 321842

25. Biscayne Blvd. #3599

Miami, FL 33131

305.374.0501

ARTICLES OF INCORPORATION

of

PROGRESSIVE COMMUNICATION TECHNOLOGIES, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following

Articles of Incorporation:

ARTICLE I

The name of the corporation is PROGRESSIVE COMMUNICATION TECHNOLOGIES, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

ARTICLE IV

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is One thousand (1,000) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

Prepared By:
Mark J. Bryn, Esq.
Florida Bar No.:

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ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation shall be one (1). The number of directors may be increased or diminished from time to time by a vote of the shareholders, but shall never be less than one (1). The name and address of the initial director and officers of this corporation are:

Larry C. Cornwall - President/Director
7051 Charles Humphrey Road
Plant City, Florida 33565

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

Mark J. Bryn
2 S. Biscayne Blvd.
Suite 3599
Miami, Florida 33131

ARTICLE VII

The name and address of the initial registered agent and the initial registered office are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite 3599
Miami, Florida 33131

ARTICLE VIII

The initial by-laws of the corporation shall be adopted by the directors. Thereafter, by-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

Prepared By:
Mark J. Bryn, Esq.
Florida Bar No.:

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ARTICLE IX

The principal place of business and mailing address of this corporation is:

7051 Charles Humphrey Road
Plant City, Florida 33565

EXECUTED at Miami, Florida, this 18th day of March, 1995.


Mark J. Bryn, Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

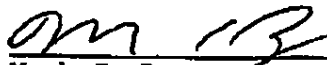
In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

PROGRESSIVE COMMUNICATION
TECHNOLOGIES, INC. desiring to
organize under the laws of the State
of Florida, hereby designates Mark J.
Bryn as its registered agent and 2
South Biscayne Boulevard, Suite
#3599, Miami, Florida 33131, as its
registered office.

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TALLAHASSEE, FLORIDA

ACCEPTANCE

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.


Mark J. Bryn

Prepared By:
Mark J. Bryn, Esq.

MAR-19-1996 15:06

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