

P96000025819

TRANSMITTAL LETTER

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

600001748098
-03/18/96--01127--009
***131.25 ***131.25

SUBJECT: Kerr Communications, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Richard R. Kerr, Pres.
Name (printed or typed)

15310 Amberly Dr. Suite 250 - 20
Address

Tampa, Florida 33647
City, State & Zip

813-979-1821
Daytime Telephone number

96 MAR 18 AM 8:54
RECEIVED
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

GB 3/25/96

ARTICLES OF INCORPORATION

FILED

95 MAR 10 AM 0:54

SECRETARY OF STATE
CORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

KERR COMMUNICATIONS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

15310 Amberly Dr.
Suite 250 - 20
Tampa, FL 33647

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Richard R. Kerr
15310 Amberly Dr
Suite 250 - 20
Tampa, FL 33647

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

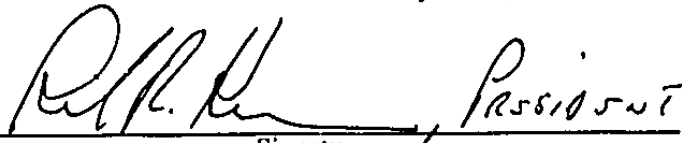
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Richard R. Kerr
15310 Amberly Dr
Suite 250 - 20
Tampa, Fl 33647

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18th day of March, 19 96.

(An additional article must be added if an effective date is requested.)

, President
Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Kerr Communications, Inc.

2. The name and address of the registered agent and office is:

Richard R. Kerr

(NAME)

15310 Amberly Dr Suite 250 - 20

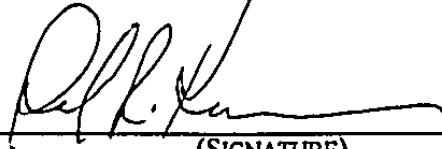
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tampa, Fl. 33647

(CITY/STATE/ZIP)

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96 MAR 18 AM 9:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)

March 18, 1996

(DATE)

P96000025819

Andrew S. Forman, P.A.

807 West Haines Avenue
Suite F
Tampa, Florida 33613

City/State/Zip Phone #

300001935623
-08/29/96--01039--020
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input checked="" type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 55 AUG 29 11:10:45
 TALLAHASSEE, FLORIDA
 SH 9/5

Examiner's Initials	
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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: KERR COMMUNICATIONS, INC.

1b. The mailing address of the corporation is: 15310 Amberly Dr., Tampa, FL 33647

1c. Date of incorporation: March 8, 1996 Document number: P96000025819

2. The name and address of the current registered agent and office:

Richard R. Kerr
15310 Amberly Dr.
Tampa, Florida 33647

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Daniel G. Sheridan
15310 Amberly Dr.
Tampa, Florida 33647

FILED
AUG 29 1996
TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Daniel G. Sheridan
(Signature of an officer, chairman or vice chairman of the board)

August 27, 1996
(Date)

Daniel G. Sheridan
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Daniel G. Sheridan
(Signature of Registered Agent)

August 27, 1996
(Date)

Daniel G. Sheridan

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