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PROFESSIONAL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 002685 3623A

AUTHORIZATION :

*Patricia Pizutto*

COST LIMIT : \$ 122.50

ORDER DATE : June 27, 1996

ORDER TIME : 9:57 AM

ORDER NO. : 002685

400001878104

CUSTOMER NO: 3623A

CUSTOMER: Robert E. Cobb, Esq  
ROBERT E. COBB, ESQ

4530 North Federal Highway

Fort Lauderdale, FL 33308

DOMESTIC FILING

NAME: INSTACOMM, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 27 PM 2:30

*CPC*  
*6/27/96*  
JUN 27 11:07  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

OF

96 JUN 27 PM 2:30

InstaComm, Inc.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purposes of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be:

InstaComm, Inc.

ARTICLE II

The purposes for which it is formed are to do all and any of the things hereinafter set forth to the same extent as natural persons might or could do, namely:

To engage generally in the business of manufacturing any and all types of products, whether completely fabricated or partially;

To purchase and sell real estate, make and purchase materials for the construction of buildings; to erect buildings; to own, operate, lease and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing, or doing any work in connection with any and all classes of buildings and improvements of any kind and nature whatsoever, including the locating, laying out, and construction of roads, avenues, slips, canals, walls, power plants and generally in all classes of buildings, erections and works both public and private, or integral parts thereof;

To purchase, lease, or otherwise acquire, and to hold, own, sell, or dispose of real and personal property of all kinds, and in particular, lands, buildings, business concerns and undertakings of any kind, shares of stock, mortgages, bonds, debentures, and other securities, merchandise, book debts, and claims, trademarks, tradenames, and any interest in real and personal property. To borrow money for its corporate purposes, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures, or other obligations from time to time, for the purchase of property or for any other purpose in or about the business of the corporation, and, if deemed proper, to secure the payment of any such obligation by mortgage, pledge, deed of trust, or otherwise. To acquire and take over as a going concern and thereafter to carry on the business of any person, firm, or corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith, to acquire the good will and all or any of

the assets, and to assume or otherwise provide for all or any of the liabilities of any such business.

To sell, improve, manage, develop, lease, mortgage, dispose of or otherwise turn to account or deal with all or any part of the property of the corporation.

To carry on the business of the corporation in any place or places within or without the jurisdiction of the United States of America, and in any and all countries, and to purchase, hold, mortgage, convey, lease, or otherwise dispose of or deal with real and personal property at such place or places.

To make, enter into, perform, and carry out contracts of every sort and kind which may be necessary or convenient to the business of the corporation, or business of a similar nature, with any persons, firms, corporations, either private, public, or municipal body politic under the Government of the United States of America, or any State of Country, Territory, or Colony thereof, or any foreign government, so far as, and to the extent that the same may be done and performed by corporations organized under the laws of the State of Florida pertaining to corporations for profit. To do all and everything necessary, suitable and proper for the purpose, the attainment of any of the objects, or the furtherance of any of the powers hereinabove set forth either alone or in connection with any other corporation or corporations, firms, or individuals, and either as principal or agent, and to do all or any and every other act, thing or things, incidental to or appurtenant to or growing out of or connected with the aforesaid objects, purposes, or any of them.

The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner, the general powers of the corporation, and the enjoyment and exercise of such general powers as are conferred upon corporations for profit, organized under the Laws of the State of Florida, pertaining to corporations for profit.

#### ARTICLE III

The authorized capital stock of this Corporation shall be 1,000,000 shares of Common Stock having no par value. All of said stock shall be payable in cash, property, labor, or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. These shares of stock shall be offered in accordance with Section 1244 of the Internal Revenue Code of The United States of America. Property, labor or services may be purchased and paid for with Capital Stock of this Corporation at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. The amount of Capital with which this corporation shall commence business shall be no less than Five Hundred (\$500.00) Dollars.

#### ARTICLE IV

This corporation shall have perpetual existence.

#### ARTICLE V

The principal place of business of this Corporation shall be: 2718 West Oakland Park Boulevard, Fort Lauderdale, Florida 33311.

#### ARTICLE VI

The names and post office addresses of the first Board of Directors of this Corporation, who shall hold office for the first year, or until their successors are elected are:

LARRY C. COURTNEY - 2718 West Oakland Park Boulevard  
Fort Lauderdale, Florida 33311

DIANE COURTNEY - 2718 West Oakland Park Boulevard  
Fort Lauderdale, Florida 33311

#### ARTICLE VII

The names and post office addresses for the Officers of this Corporation, who shall hold office for the first year, or until their successors are elected, are:

President - LARRY C. COURTNEY  
2718 West Oakland Park Boulevard  
Fort Lauderdale, Florida 33311

Vice President - DIANE COURTNEY  
2718 West Oakland Park Boulevard  
Fort Lauderdale, Florida 33311

#### ARTICLE VIII

The number of Directors of this Corporation shall be not less than one, no more than five.

#### ARTICLE IX

The principal office and the initial post office address of the principal office of the Corporation in the State of Florida is: 2718 West Oakland Park Blvd., Fort Lauderdale, Florida 33311 and LARRY C. COURTNEY, has been named as the Registered Agent of the Corporation, and his address is: 2718 West Oakland Park Blvd., Fort Lauderdale, Florida 33311.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### ARTICLE X

The name and post office addresses of each subscriber to this Certificate of Incorporation, and the number of shares of stock which each agrees to take, paying therefor One Dollar (\$1.00) for each share, are as follows:

	<u>Shares</u>
TITLE CASH CONNECTION, INC.	500

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal this 26<sup>th</sup> day of June, 1996.

  
LARRY C. COURTNEY

STATE OF FLORIDA )

) ss.

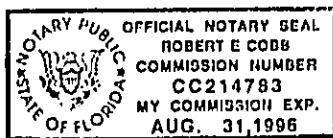
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this 26<sup>th</sup> day of June, 1996, personally came before me, the undersigned authority, LARRY C. COURTNEY, to me well known, and known to me to be the person of that name described in and who executed the foregoing Certificate of Incorporation and who acknowledged before me that said execution was his free and voluntary act and deed for the purposes therein expressed.

WITNESS my hand and official seal at Fort Lauderdale, Broward County, and State of Florida the day and year first above written.

  
Notary Public

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, FLORIDA STATUTES, the  
following is submitted, in compliance with said Act:

FIRST: That InstaComm, Inc., is desiring to organize  
under the Laws of the State of Florida, with its principal office  
as indicated on the Certificate of Incorporation in the City of  
Fort Lauderdale, Florida, has named LARRY C. COURTNEY located at  
2718 West Oakland Park Blvd., Fort Lauderdale, Florida 33311, as  
its agent to accept Service of Process within this State.

ACKNOWLEDGMENT: 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 said Act relative to keeping  
open said office.

By: 

Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 27 PM 2:30