

JUL-17-1996 00157 FROM THE COMPANY CORP.

TO

19049224000 P.01

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF REVENUE
STATE OF FLORIDA
609 EAST GULF BLVD
TALLAHASSEE, FL 32399
FAX: (904) 942-1000

FROM: THE COMPANY CORPORATION
1702 N. MARKET ST
SUITE 300
WILMINGTON DE 19801-1100
CONTACT: KIMBERLY ANDREWS
PHONE: (302) 575-0440
FAX: (302) 575-1346

((H96000009775)))
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

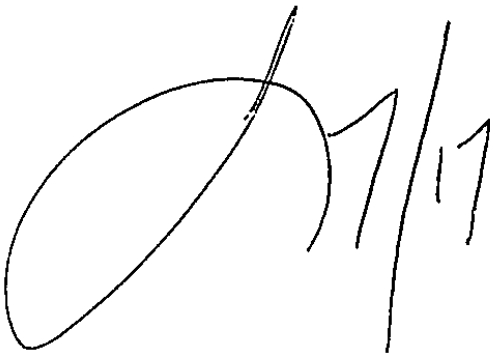
NAME: TOTAL CHOICE SATELLITE SYSTEMS INC.
FAX AUDIT NUMBER: H96000009775
DATE REQUESTED: 07/15/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 2
ESTIMATED CHARGE: \$70.00
CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:57:26
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER:

076660001006

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000009775)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

FILED
96 JUL 17 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



DIVISION OF CORPORATIONS

96 JUL 17 AM 9:27

RECEIVED

JUL-17-1996 00150 FROM THE COMPANY CORP.

TO

19049224000 P.04



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 15, 1996

THE COMPANY CORPORATION
KIMBERLY ANDRAS
WILMINGTON, DE

SUBJECT: TOTAL CHOICE SATELLITE SYSTEMS, INC. - H96000009775
REF:

PLEASE REFAX THE ABOVE REFERENCED DOCUMENT. WE DID NOT RECEIVE ALL OF THE
PAGES IN THE FIRST TRANSMISSION.

THANK YOU,
JERRI WEINMANN
904-487-6937

1096-14846

#96000009775

ARTICLES OF INCORPORATION
OF
Total Choice Satellite Systems Inc.

FILED
JUL 17 1996
CLERK OF COURT
JUL 17 1996
JUL 17 1996

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Total Choice Satellite Systems Inc.

SECOND: The address of the initial registered office of the corporation is 200 - John Knox Road, Tallahassee, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 20028 Ocean Key Drive, Boca Raton FL 33498

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 1000 share at no par value.

SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Anthony P. Scuderi
Thomas J. Ditta

20028 Ocean Key Drive, Boca Raton FL 33498
1444 America Ave., North Babylon NY 11703

SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is a Close Corporation.

NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Dawn M. Showell c/o The Company Corporation
1313 N. Market Street, Suite 3410; Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 17th day of June, 1996.

Dawn M. Showell

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 17th day of June, 1996 by Dawn M. Showell.

SUSAN M. GRIFFIN

NOTARY PUBLIC-DELAWARE

Appointed October 6, 1994

Term 2 Years

Notary Public

This document was prepared by Dawn M. Showell, 1313 N. Market Street, Suite 3410; Wilmington DE 19801 (302) 575-0440

#96000009775

JUL-17-1996 00:50
11/16 000004173

FROM THE COMPANY CORP.

TO

19049224000 P.03

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS
MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Total Choice Satellite Systems Inc. desiring to
organize under the laws of the state of Florida with its principal place of business located in
the city of Boca Raton, State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated corporation, at
the place designated in this Certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.


Larry Wolfe

June 17, 1996
Date

FILED
96 JUL 17 PM 12.09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#96000009775

P96000059737
8/6/96

Dear Division of Corporations

Enclosed please find an amendment to our ARTICLES
of Incorporation as well as a check for \$35. Please process A.S.A.P.
and forward confirmation of the change.

Thank you.

Anthony Scuderi
TOTAL CHARGE Satellite Systems
561-457-3007

Return Address

20025 Ocean Key Drive
Ft. Lauderdale, FL 33499

Mr. Scuderi
gave permission
to add Inc. to
Name & Delete
"Initial"
8/19/96

000001316880
-08/08/96--01089--004
*****35.00 *****35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 AUG -8 PM 12:24

FILED

Amendment

8/19/96

Dr

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

TOTAL CHOICE SATELLITE SYSTEMS INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

ARTICLE 5.14.

THE NUMBER OF DIRECTORS CONSTITUTING THE ~~ENTIRE~~
BOARD OF DIRECTORS IS ONE, AND THE NAME AND ADDRESS WHO
WILL SERVE AS DIRECTOR UNTIL THE FIRST ANNUAL MEETING OF
SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE IS AS FOLLOWS:

ANTHONY P. SCUDERI 20028 CLENN KEY DRIVE
BOCA RATON FL 33498

FILED
96 AUG -8 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 6/1/96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

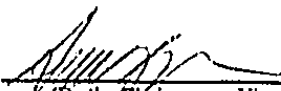
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 6th day of August, 19 96

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Anthony P. Scuderi

Typed or printed name

PRESIDENT/DIRECTOR

Title