

P96000064413

TRANSMITTAL LETTER

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

STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA 32314

SUBJECT: LIMESTONE 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 :

| | | | |
|--|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee & Certificate | <input checked="" type="checkbox"/> \$122.50 Filing Fee & Certified Copy | <input type="checkbox"/> \$131.25 Filing Fee, Certified Copy & Certificate |
| Additional Copy Required | | | |

FROM: Justin Preisendorf
Name (printed or typed)

2625 Ponce de Leon Blvd.
Address

Coral Gables, FL 33134
City, State & Zip

(305) 460-9010
Daytime Telephone number

FILED
96 JUL 31 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 1 1996. BSB

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

ARTICLES OF INCORPORATION

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:

Limestone Communications Inc.

ARTICLE II PRINCIPAL OFFICE

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

2625 Ponce de Leon Blvd.
Coral Gables, FL 33134

ARTICLE III SHARES

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

One Hundred (100)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Justin Prisendorf
2625 Ponce de Leon Blvd.
Coral Gables, FL 33134

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TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

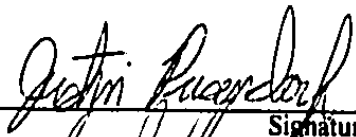
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Justin Priendorf
2625 Ponce de Leon Blvd.
Coral Gables, FL 33134

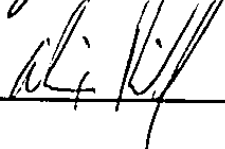
Alexis Priendorf
2625 Ponce de Leon Blvd.
Coral Gables, FL 33134

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

26 day of July, 1996.



Signature



Signature

Signature

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: Limestone Communications Inc.

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

Justin Preisendorf
(NAME)

2625 Ponce de Leon Blvd.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Coral Gables, FL 33134
(CITY/STATE/ZIP)

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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.

Justin Preisendorf
(SIGNATURE)

July 26, 1996
(DATE)