

P96000071047

AN OFFICE OF
TANYA M. PLAUT, P.A.

306 Hariposa Street
Post Office Box 3708
Orlando, Florida 32802-3708

86 AUG 23 AM 9:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Telephone

(407) 425-6610

Fax

(407) 425-0872

August 20, 1996

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

CHIEF OF BUREAU
-08/23/96--01057--004
****122.50 ****122.50

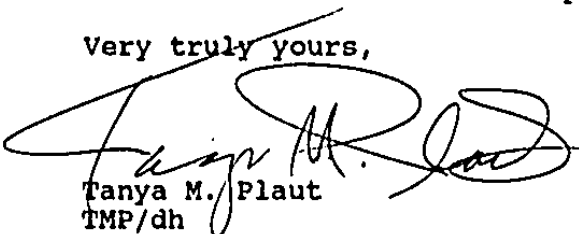
Re: Eagles Communication, Inc.

Dear Sir:

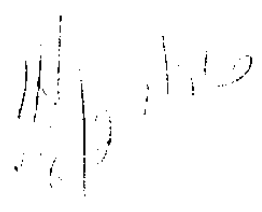
Enclosed please find Articles of Incorporation in duplicate regarding the above-captioned corporation, along with a check in the amount of \$122.50 for the required filing fee.

Please send the certified copy to the above address.

Very truly yours,



Tanya M. Plaut
TMP/dh
Enclosures as stated



ARTICLES OF INCORPORATION
OF
EAGLES COMMUNICATION, INC.

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TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is EAGLES COMMUNICATION, INC.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business or activity permitted under the laws of the State of Florida, including transacting the business of travel and telemarketing.

Article IV - Stock

This corporation is authorized to issue Five Hundred (500) Shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial

Registered Office and Agent

The street address of the initial registered office of this corporation is 506 Mariposa Street, Orlando, Florida, 32801, mailing address is Post Office Box 3708, Orlando, Florida, 32802-3708, and the initial registered agent of this corporation at that address is Tanya M. Plaut.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this corporation are as follows:

Names
James R. Clark

Addresses
1421 Shadwell Circle
Hearthrow, Florida 32746

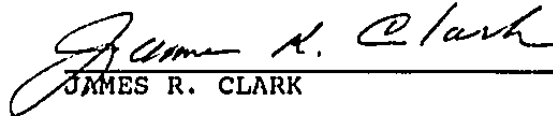
Article VIII - Incorporator

The name and address of the person signing these Articles is:
James R. Clark, 1421 Shadwell Circle, Hearthrow, Florida 32746.

Article IX - By-Laws

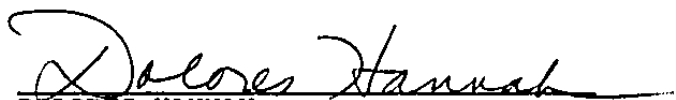
The power to adopt, alter, amend or repeal By-Laws shall be
vested in the Board of Directors and the Shareholders.

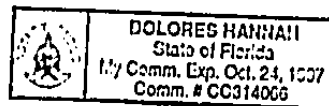
IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 19th day of August, 1996.


JAMES R. CLARK

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was sworn to, subscribed and ac-
knowledged before me this 19th day of August, 1996, by JAMES R.
CLARK, who is personally known to me or who has produced a dri-
ver's license issued by the State of Florida as identification
and who did take an oath.


DOLORES HANNAH
Notary Public State of Florida
Commission #CC314066



STATE OF FLORIDA
DEPARTMENT OF STATE

FILED

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

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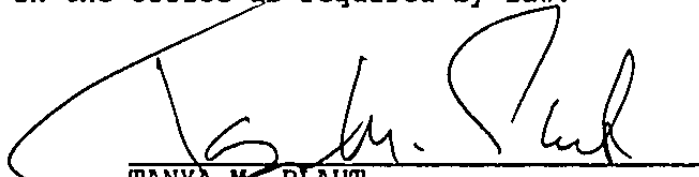
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Chapter 48.091,
Florida Statutes:

EAGLES COMMUNICATION, INC., a corporation organizing under
the laws of the State of Florida with its principal office at 925
South Semoran Boulevard, Suite 108, Winter Park, Florida, 32792,
has named Tanya M. Plaut, 506 Mariposa Street, (mailing address)
Post Office Box 3708, Orlando, Florida, 32802-3708, as its agent
to accept service of process within this state.

ACCEPTANCE

I agree as Resident Agent to accept service of process, to
keep the office open during prescribed hours, to post my name
(and any other officers of said corporation authorized to accept
service of process at the above Florida designated address) in
some conspicuous place in the office as required by law.



TANYA M. PLAUT
Resident Agent