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**AUTOMATED DIGITAL SYSTEMS, INC.**

P. O. BOX 9556

PANAMA CITY BEACH, FLORIDA 32417

September 25, 1996

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

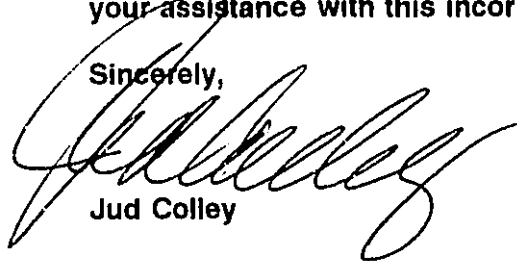
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Dear Sir/Madam:

Please find enclosed Articles of Incorporation for Automated Digital Systems, Inc., the designated agent assignment and acceptance letter and a check from Beach TV Cable Company, Inc. for the filing fee of \$122.50.

Please execute these documents setting up the new corporation. Thank you for your assistance with this incorporation.

Sincerely,



Jud Colley

enc.

BJC/jch

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION**  
**OF**  
**AUTOMATED DIGITAL SYSTEMS, INC.**  
**P. O. BOX 9556, PANAMA CITY BEACH, FLORIDA 32417**

**ARTICLE I - NAME**

The name of this corporation is AUTOMATED DIGITAL SYSTEMS, INC.

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing with the date of filing with the Secretary of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash or any 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 the corporation is 8317 Front Beach Road, Panama City Beach, Florida 32407 and the name of the initial registered agent of this corporation at that address is Jud Colley.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors 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 names and addresses of the initial directors of this corporation are:

Jud Colley  
President

P. O. Box 9556  
Panama City Beach, FL 32417

Toni Davis  
Secretary/Treasurer

P. O. Box 9556  
Panama City Beach, FL 32417

#### **ARTICLE VIII - INCORPORATORS**

The names and addresses of the subscribers of these Articles are as follows:

Jud Colley  
President

P. O. Box 9556  
Panama City Beach, FL 32417

Toni Davis  
Secretary/Treasurer

P. O. Box 9556  
Panama City Beach, FL 32417

#### **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. By-Laws adopted by the Shareholders may be repealed or changed only by the Shareholders. By-Laws adopted by the Board of Directors may be repealed or changed by the Board of Directors or by the Shareholders.

#### **ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in any manner and by way of any procedure provided by law.

IN WITNESS WHEREOF, the undersigned subscribers have hereunto executed these Articles of Incorporation this \_\_\_\_ day of September, 1996.

  
\_\_\_\_\_  
JUD COLLEY  
\_\_\_\_\_  
TONI DAVIS

STATE OF FLORIDA

COUNTY OF BAY

On this \_\_\_\_ day of \_\_\_\_\_, 1996, before me the undersigned officer, personally appeared Jud Colley, President, Toni Davis, Secretary/Treasurer, known to me to be the persons whose names are subscribed to the within instrument, and acknowledges that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

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NOTARY PUBLIC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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## DESIGNATION & ACCEPTANCE OF REGISTERED AGENT

### Designation of Agent

This document serves as designation of Jud Colley, 8317 Front Beach Road, Panama City Beach, Florida 32407 as the initial registered agent for AUTOMATED DIGITAL SYSTEMS, INC.

### Acceptance of Designation

I, Jud Colley do hereby accept the designation of Registered Agent for AUTOMATED DIGITAL SYSTEMS, INC.

  
SIGNATURE  
JUD COLLEY  
PRINTED NAME

STATE OF FLORIDA

COUNTY OF BAY

On this 11th day of September, 1996, before me the undersigned officer, personally appeared Jud Colley, known to me to be the person whose name is subscribed to the within instrument, and acknowledges that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

\_\_\_\_\_  
NOTARY PUBLIC