

P96000102137

LANE TROHN
ATTORNEYS AT LAW

ROBERT J. BERTRAND
Lakeland Office

December 17, 1996

JOHN A. ATANAY, JR.
ROBERT J. BERTRAND
CLARENCE A. BOWWELL
ROBERT H. BRUSH
HANK B. CAMPBELL
THOMAS L. CLARKE, JR.
DARREY L. CONNER
CHRISTINE C. DALY
CHRISTOPHER M. FEAR
JUDITH J. FLANDERS
MITCHELL D. FRANKS
STEPHEN B. FRENCH
DONALD G. JACOBSEN
MARK N. JACOBSON
PATRICK J. JACOBSON
E. ALEXANDER FAYOL
GARY B. RASH
EDWIN A. SCALISE, II
STEVEN L. SELPH
KINGSWOOD SPINOTT, JR.
JONATHAN STOKAN
WYFFORD H. STOKAN
ROBERT O. STOKER
JANET M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND
DONALD H. WILSON, JR.
A. H. LANE (RETIRED)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 DEC 18 PM 3:36

FILED

VIA FEDERAL EXPRESS

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-12/18/96-01073-002
***122.50 ***122.50

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
12-17-96

Gentlemen:

Enclosed please find the original and a duplicate of Articles of Incorporation for a new Florida corporation to be known as HYBRID COMMUNICATIONS, INC. We were advised by telephone to your office that this name is available for a Florida corporation. After examination, please file the original of the Articles and return the duplicate to the undersigned duly certified to show the date of filing.

Please note that corporate existence is to commence as of the date of the execution and acknowledgment of the Articles.

Next, enclosed please find our firm check in the amount of \$122.50 to cover the filing fee of \$35.00, the fee for the certified copy of \$52.50 and the registered agent fee of \$35.00.

If there are any questions concerning the Articles, I would certainly appreciate your telephoning me collect at 941/284-2200. Also, please advise me as soon as the Articles have been filed by telephoning me collect at the same number.

RR 12/18/96

LANE, TROHN, CLARKE, BERTRAND, VREELAND & JACOBSEN, P.A.

ONE LAKE MORTON DRIVE • P.O. BOX 3 • LAKELAND, FLORIDA 33802-0003 • PHONE (941) 284-2200 • FAX (941) 688-0310
150 EAST DAVIDSON STREET • P.O. BOX 1578 • BARTOW, FLORIDA 33831-1578 • PHONE (941) 533-0866 • FAX (941) 533-7255

LANE, TROHN, CLARKE, BERTRAND, VREELAND & JACOBSEN, P.A.

December 17, 1996

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Thanking you for your usual cooperation, I am

Yours very truly,

A handwritten signature in cursive script, reading "Robert J. Bertrand". The signature is written in dark ink and is positioned above the printed name.

Robert J. Bertrand

RJB/mcd

Enclosures

xc: Mr. Richard A. Harman, Jr.

ARTICLES OF INCORPORATION
OF
HYBRID COMMUNICATIONS, INC.

FILED

96 DEC 18 PM 3:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

EFFECTIVE DATE

12-17-96

The name of this corporation is HYBRID COMMUNICATIONS, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 129 South Kentucky Avenue, Suite 808, Lakeland, Florida 33801 , and the mailing address of this corporation is Post Office Box 90427, Lakeland, Florida 33804-0427.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is One Lake Morton Drive, Lakeland, Florida 33801 and the name of the initial registered agent of this corporation at that office is Robert J. Bertrand.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

Richard A. Harman, Jr.
129 South Kentucky Avenue
Suite 808
Lakeland, Florida 33801

Larry M. Johnson
10398 Hetrick Circle
Largo, Florida

Stanley Wiecinski
21218 Ontaga Street
Farmington Hills, Michigan 48336

ARTICLE VIII - INCORPORATOR

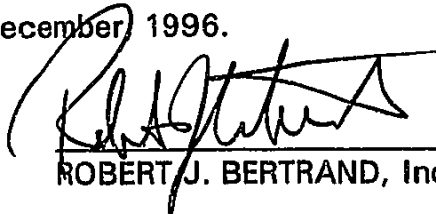
The name and address of the Incorporator is:

Robert J. Bertrand
One Lake Morton Drive
Lakeland, Florida 33801

ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of December, 1996.



ROBERT J. BERTRAND, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 17th day of December, 1996, by Robert J. Bertrand, who is personally known to me.

NOTARY PUBLIC, State of Florida at Large

Print name: H. MARGARET DASINGER
My commission expires: June 26, 1998

(Affix Notary Seal)

FILED

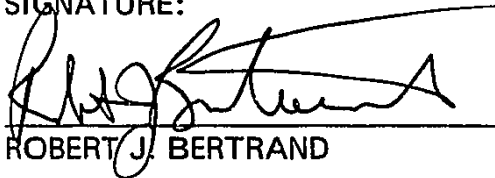
ACCEPTANCE OF REGISTERED AGENT

96 DEC 18 PH 3: 37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE:

A handwritten signature in black ink, appearing to read "Robert J. Bertrand", is written over a horizontal line.

ROBERT J. BERTRAND

Dated: December 17, 1996