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PRENTICE HALL
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P96000102241

ACCOUNT NO. : 072100000032

REFERENCE : 187514 151289A

AUTHORIZATION :

Patricia Pijut

COST LIMIT : \$ 70.00

ORDER DATE : December 13, 1996

ORDER TIME : 10:21 AM

ORDER NO. : 187514-005

800002033258--3

CUSTOMER NO: 151289A

CUSTOMER: Mr. Sean Biddiscombe
PERSONAL COMMUNICATIONS GROUP,
INC.
2401 East Atlantic Boulevard
Suite 300
Pompano Beach, FL 33062

DOMESTIC FILING

NAME: AMERICAN DIGITAL
COMMUNICATIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

EXAMINER'S INITIALS:

FILED
RECEIVED
96 DEC 18 PM 4:26
96 DEC 18 PM 3:23
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

Dmc 12/18/96

FILED

96 DEC 18 PM 4:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

AMERICAN DIGITAL COMMUNICATIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AMERICAN DIGITAL COMMUNICATIONS, INC.

The address of the principal office of this corporation shall be 2401 East Atlantic Boulevard Suite 300, Pompano Beach, Florida 33062, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 8,000,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2401 East Atlantic Boulevard, Suite 300, Florida 33062, and the name of the initial registered agent of the corporation at that address is Sean Biddiscombe.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Sean Biddiscombe
Dir.

2401 East Atlantic Boulevard
Suite 300
Pompano Beach, 33062

David Decker
Dir.

Same

Clark Vera
Dir.

Same

Mark Lang
Dir.

Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on December 18, 1996.

Deborah D. Skipper

It's Agent, Deborah D. Skipper
Incorporator

DBC/THW

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Sean Biddiscombe, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

AMERICAN DIGITAL COMMUNICATIONS, INC.

Sean Biddiscombe is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Sean Biddiscombe