

P97000016278

FILED

97 FEB 20 PM 12:15

TALLAHASSEE, FLORIDA

ESTALIA & ASSOCIATES, INC.  
d/b/a INSURANCE PROTECTIVE AGENCIES  
7481 S.W. 8 STREET  
MIAMI, FL 33144-4547  
(305) 231-9232 OR (305) 281-9300

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

ALWAYS BEETS & CELLULARS COMMUNICATIONS CORP.

1. ABC Communications Corp. 500002062035--2  
(Corporation Name) (Document #) -01/17/97--01073--009  
\*\*\*122.50 \*\*\*122.50

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

PK 2/20/97  
1784  
12/2/97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 24, 1997

ESTA LELLA & ASSOCIATES, INC.  
7481 SW 8 ST  
MIAMI, FL 33144-4547

SUBJECT: ~~A B C COMMUNICATIONS CORP.~~  
Ref. Number: W97000001784

*ALWAYS BEEREND + CELLULARS COMMUNICATIONS CORP.*

We have received your document for ~~A B C COMMUNICATIONS CORP.~~ and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 597A00003615

PEDRO ESTALELLA, JR., CTP, CPTx, LUTC  
CERTIFIED TAX PROFESSIONAL  
CERTIFIED PRACTITIONER OF TAXATION

OFFICE: (305) 261-9292 FAX: 261-9300

ESTALELLA & ASSOCIATES, INC., 7481 SW 8 STREET, MIAMI, FL 33144-4347

+ INCOME TAX + ACCOUNTING + INSURANCE + TRANSLATIONS + NOTARY PUBLIC +

01/14/97

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

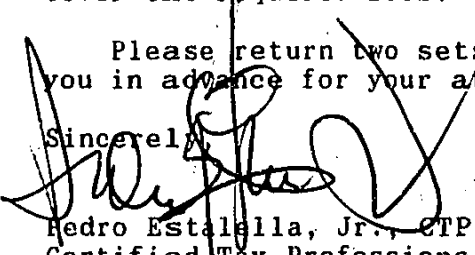
RE: ~~A-B-C Communications Corp.~~

Gentlemen:

Enclosed please Articles of Incorporation, executed in triplicate, for ~~A-B-C Communications Corp.~~, and a check in the amount of \$122.50, to cover the required fees.

Please return two sets of the filed document to our office. Thank you in advance for your attention to this matter.

Sincerely,

  
Pedro Estalella, Jr., CTP, CPTx, LUTC  
Certified Tax Professional  
Certified Practitioner of Taxation  
Licensed Multi-Lines Insurance Agent

/ece

enclosures: 3 sets & check

**ARTICLES OF INCORPORATION**

**OF**

Always Beepers & Cellulars  
Communications Corp.

**FILED**

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**ARTICLE I - NAME**

The Name of the corporation is Always Beepers & Cellulars  
Communications Corp.

**ARTICLE II - DURATION**

The corporation shall have perpetual existence, commencing on the date of filing of these articles, unless sooner dissolved according to law.

**ARTICLE III - PURPOSE**

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or any successor statute, and permitted under the laws of the State of Florida, of the United States and of any other country in the world, to engage in any activity, trade or business which can, in the opinion of the Board of Directors, be advantageously carried on, in connection with, or auxiliary to, the foregoing; and to do such other things and exercise such powers as are incidental, necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of stock, at no par value, which shall be designated as "Common Shares".

**ARTICLE V - INITIAL REGISTERED AGENT  
AND PRINCIPAL OFFICE OF THE CORPORATION**

The name of the initial registered agent is Rosa Amador, the street address of the initial registered office is 7481 SW 8 St., Miami, FL 33144-4547, and of the principal office is 700 NW 79 St., Miami, FL 33150.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The number of Directors of this corporation may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of each initial director of this corporation is:

Rosa Amador, 700 NW 79 St., Miami, FL 33150

#### ARTICLE VII - BY-LAWS

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

#### ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify, and hold harmless, any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - PREEMPTIVE RIGHTS

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

#### ARTICLE X - INCORPORATOR

The name and address of each person signing these Articles is:

Rosa Amador, 700 NW 79 St., Miami, FL 33150

#### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the provisions of the Florida General Corporation Act, and any rights conferred to the Shareholders is subject to this reservation.

#### ARTICLE XII - CORPORATE POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, or any successor statute.

IN WITNESS WHEREOF, the undersigned have executed these  
Articles of Incorporation, in triplicate, on 01/10/97. 97 FEB 20 PM 12:15

Rosa Amador  
Rosa Amador

TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, I, the undersigned hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete discharge of my duties. I am familiar with, and accept, the obligations of the position of Registered Agent of this corporation.

Rosa Amador  
Rosa Amador

**ACKNOWLEDGEMENT AND CERTIFICATION BY NOTARY PUBLIC**

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared Rosa Amador, well known to me, and, known to me to be the person who executed the foregoing Articles of Incorporation, of a total of three (3) pages, including this page, and who acknowledged that he executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the aforesaid State and County, on 01/10/97

Pedro P. Estalella, Jr.  
Pedro P. Estalella, Jr.  
Notary Public State of Florida at Large  
7481 SW 8 St., Miami, FL 33144

