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

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for:	\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	\$122.50 Filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy & Certificate	SEG _N TALL/	97	
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		Jamp	ity, State & Zip	3 <i>3637</i>	J		

(Proposed corporate name - must include suffix)

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number



ARTICLES OF INCORPORATION

Son & Thunder Communications, Inc.

of Mala Talla In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, do hereby act as a incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is SON & THUNDER COMMUNICATIONS, INC.

ARTICLE II

The existence of the corporation shall begin on April 7, 1997.

ARTICLE III

The street address of the principal office of the Corporation is 1104 RIDGEFIELD DRIVE, VALRICO, FLORIDA, 33594.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares, having a par value of One Dollar (\$1.00) per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. There shall be only one class of stock.

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which s/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

The initial street address of the Corporation's registered office is 1104 RIDGEFIELD DRIVE, VALRICO, FLORIDA, 33594. The initial registered agent for the Corporation at that address is STEPHEN S. STORMS.

ARTICLE VII

The initial board of directors shall consist of 2 (two) members. The number of directors may be either increased or diminished from time to time as provided for in the bylaws, but shall never be less than one. The names and address of the persons who will serve on the initial board of directors are:

Name	<u>Address</u>
Stephen S. Storms	1104 Ridgefield Drive Valrico, Florida, 33594
Darren T. Pearson	1002 Estatewood Drive Brandon, Florida, 33510

ARTICLE VIII

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Stephen S. Storms	1104 Ridgefield Drive Valrico, Florida, 33594
Darren T. Pearson	1002 Estatewood Drive Brandon, Florida, 33510

ARTICLE IX

The corporation shall indennify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE X

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the Shareholders. Every Amendment must be first approved by Board of Directors, then proposed by the Board of Directors to the Shareholders, and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereon, unless all Directors and all the Shareholders sign a written statement manifesting their intention that a certain Amendment of the bylaws be made.

ARTICLE XI

It is the intention of the incorporation of this Corporation that the first Board of Directors adopt a Plan under § 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss on stock of a Small business Corporation which qualifies under the Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7 day of April, 1997.

STEPHEN S. STORMS

DARBEN T. PEARSON

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SON & THUNDER COMMUNICATIONS, INC., the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

STEPHEN S. STORMS

4-7-97 Date