

P97000041003

H. FRANK WINN, JR.

ATTORNEY AT LAW
322 SOUTH ALCANIZ STREET
SEVILLE SQUARE
PENSACOLA, FLORIDA 32501

April 25, 1997

MAIL: POST OFFICE BOX 150
PENSACOLA, FLORIDA 32591-0150
TELEPHONE: (904) 434-6214
TELECOPIER: (904) 434-6290

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

400002157024--3
-04/28/97--01106--017
****122.50 ****122.50

Re: CABLE TECHNOLOGY, INC.

Dear Sir:

Please find enclosed original and one copy each of
Articles of Incorporation and Registered Agent's Certificate.

Also enclosed is check in the amount of \$122.50 as
follows:

Filing fee -----	\$ 35.00
Certified copy -----	52.50
Registered Agent fee -----	<u>35.00</u>
Total -----	<u>\$122.50</u>

EFFECTIVE DATE
4-25-97

Please file the original of the enclosed Articles of
Incorporation and Registered Agent's Certificate and return a
certified copy to the undersigned.

Dmc
5/8/97

HFwjrr/jkf

Encs.

Very truly yours,


H. FRANK WINN, JR.

APR 30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 APR 28 AM 9:07

FILED

~~W97-10010~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 30, 1997

H. FRANK WINN, JR., ESQ.
P. O. BOX 150
PENSACOLA, FL 32591-0150

SUBJECT: CABLE TECHNOLOGY, INC.
Ref. Number: W97000010010

We have received your document for CABLE TECHNOLOGY, INC. 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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 697A00022598

H. FRANK WINN, JR.

ATTORNEY AT LAW
322 SOUTH ALCANIZ STREET
SEVILLE SQUARE
PENSACOLA, FLORIDA 32501

May 6, 1997

MAIL: POST OFFICE BOX 150
PENSACOLA, FLORIDA 32591-0150
TELEPHONE: (904) 434-6214
TELECOPIER: (904) 434-6290

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

Attention: Ms. Doris McDuffie

Re: CABLE TECHNOLOGY, INC.
New corporation filing

Dear Ms. McDuffie:

This will follow my telephone inquiry of 5/2/97; and
your advice to resubmit.

I resubmit for filing. The previous use of "CABLETECH,
INC." does not constitute a same or confusing similarity to
"CABLE TECHNOLOGY, INC."

Enclosed find:

1. Copy of my letter of 4/25/97
2. Original and one copy of Articles
3. Original and one copy of Registered Agent's
Certificate
4. Brenda Baker's letter of 4/30/97

Please return certified copy of Articles of
Incorporation and Registered Agent's Certificate to the
undersigned.

Secretary of State
May 6, 1997
Page -2-

Check for \$122.50 was previously sent with my letter of
4/25/97.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'H. Frank Winn, Jr.', with a stylized flourish at the end.

H. FRANK WINN, JR.

HFWjr/jkf

Encs.

cc: Mr. Billy R. Welborn
Cable Technology, Inc.

ARTICLES OF INCORPORATION

OF

CABLE TECHNOLOGY, INC.

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97 APR 28 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

The undersigned subscriber to these Articles of 4-25-97

Incorporation, a natural person competent to contract, hereby
forms a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation is: CABLE TECHNOLOGY, INC.

ARTICLE II: NATURE OF BUSINESS

This corporation is organized for the purpose of
transacting all lawful business for which corporations may be
incorporated under the laws of Florida. The business to be
transacted shall include, but not be limited to, subcontracting
cable and phone installation, and to manufacture, purchase, or
otherwise acquire and to own, pledge, sell, assign, transfer or
otherwise dispose of, and to invest in, trade in, deal in and
with goods, wares, merchandise, real and personal property, and
services of every class, kind and description.

ARTICLE III: CAPITAL STOCK

This corporation is authorized to issue 1,000 of One
Dollar (\$1.00) par value common stock.

ARTICLE IV: TERM OF EXISTENCE

This corporation shall have perpetual existence and its existence shall commence on the date of execution and acknowledgment of these articles.

ARTICLE V: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI: PRINCIPAL OFFICE/MAILING ADDRESS

The principal office of the corporation is 698 Heinberg Street, Suite 108, Pensacola, FL 32501. The mailing address of the corporation is 698 Heinberg Street, Suite 108, Pensacola, FL 32501.

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation, which is the same as the principal office and mailing address of the corporation, is 698 Heinberg Street, Suite 108, Pensacola, FL 32501, and the registered agent of this corporation at that address is BILLY R. WELBORN.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially.

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

Billy R. Welborn
102 Treasure Palm Drive
Panama City Beach, FL 32408

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Billy R. Welborn
698 Heinberg Street, Suite 108
Pensacola, FL 32501

ARTICLE X: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI: TRANSFER OF STOCK

No stockholder, the executor or administrator of any deceased stockholder shall transfer stock in this company without first notifying the company of the name of the proposed transferee and obtaining the consent of the Board of Directors for said transfer. The Board shall have the right to refuse to

make such transfer under limitations and provisions of the corporate By-Laws. Furthermore, the stockholders of this corporation may include in any agreement between themselves any limitations upon the transferability, pledge or assignment of the corporate stock, as well as to confer upon the stockholders pre-emptive rights of purchase as conditions precedent to the sale of stock.

ARTICLE XII: CORPORATE STOCK LIEN

This corporation shall have a first and prior lien upon any and all of its outstanding shares of capital stock and upon dividends earned thereon for any indebtedness owing by the owner of any of said stock to the corporation. The said lien shall cover any indebtedness whether due or to become due; whether now existing or which may hereafter be created; whether contingent or fixed; and whether primary or secondary.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, on this 25th day of April, 1997.

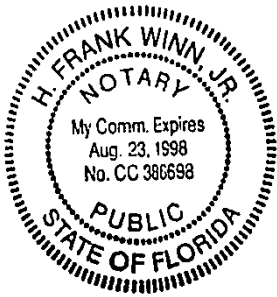

BILLY R. WELBORN

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me
this 25th day of April, 1997, by BILLY R. WELBORN, who is
personally known to me.

(SEAL)



NOTARY PUBLIC:

Sign: [Signature]

Print: H. Frank Winn, Jr.

FILED

REGISTERED AGENT'S CERTIFICATE

97 APR 28 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607, Florida Statutes, the

following is submitted in compliance with said act:

FIRST, that CABLE TECHNOLOGY, INC.,

desiring to organize under the laws of the State of Florida, with
its registered office as indicated in the Articles of
Incorporation, in Escambia County, Florida, has named BILLY R.
WELBORN, 698 Heinberg Street, Suite 108, Pensacola, FL 32501, as
its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above stated corporation at place designated in this certificate,
I hereby accept to act in this capacity, and agree to comply with
the provisions of said Act relative to keeping open said office.

Billy R. Welborn
BILLY R. WELBORN
Registered Agent