

P97000065592

TRANSMITTAL LETTER

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

100002249251--5
-07/28/97--01106--011
*****70.00 *****70.00

SUBJECT: ALLEN ENTERPRISES OF TAMPA BAY, INC.

(Proposed Corporate Name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 70.00.

FROM: RONDALL E. ALLEN
10263 GANDY BLVD.
2205
ST. PETERSBURG, FL. 33702

SECRET
DIVISION OF CORPORATIONS
97 JUL 28 PM 3:55

7-29-97
MS

ARTICLES OF INCORPORATION
OF

Allen Enterprises of Tampa Bay, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **Allen Enterprises of Tampa Bay, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10263 Gandy Blvd. #2205
St. Petersburg, Florida 33702

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100,000 SHARES AT .10 CENTS PAR VALUE

SECRET
DIVISION
97 JUL 28 PM 3:55
STATE
CORPORATIONS

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RONDALL E. ALLEN
10263 Gandy Blvd. #2205
St. Petersburg, Fl. 33702

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

RONDALL E. ALLEN
10263 Gandy Blvd. #2205
St. Petersburg, Fl. 33702

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 25th day of July, 1997.



Rondall E. Allen, President

7/25/97

Date

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

ALLEN ENTERPRISES OF TAMPA BAY, INC.

2. The name and address of the registered agent and office is:

RONDALL E. ALLEN
10263 Gandy Blvd. #2205
St. Petersburg, Fl. 33702

STATE
RELATIONS
DIVISION
97 JUL 28 PM 3:55

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____
DATE _____

Rondall E. Allen
7/23/97

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ACCOUNT NO. : 072100000032

REFERENCE : 478295 7128742

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 29, 1997

ORDER TIME : 11:02 AM

ORDER NO. : 478295-005

CUSTOMER NO: 7128742

CUSTOMER: Carolann A. Swanson, Esq
CAROLANN AUSTIN SWANSON, P.A.

Suite 2
12601 World Plaza Lane
Fort Myers, FL 33907

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-07/29/97--01097--022
****122.50 ****122.50

DOMESTIC FILING

NAME: TEL ATLANTIC WIRELESS &
COMMUNICATIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

SN JUL 29 1997

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ARTICLES OF INCORPORATION
OF
TEL ATLANTIC WIRELESS & COMMUNICATIONS, INC.

FILED
97 JUL 29 PM 3:52
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be TEL ATLANTIC WIRELESS & COMMUNICATIONS, INC.

ARTICLE II
CORPORATE DURATION

The period of the corporation's duration is perpetual.

ARTICLE III
PURPOSES

The corporation's purpose is to promote and sell communication services and equipment and to engage in lawful, business activity as permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITALIZATION

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any on time is One Hundred (100) shares. All such shares shall be of a single class, designated as common.

ARTICLE V
VOTING

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election for directors, the shareholders shall be entitled to cast votes using the cumulative method of voting for directors. The corporation elects to have preemptive rights.

ARTICLE VI AMENDMENT OF BYLAWS

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE VII DIRECTORS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one initial (1) director whose name and address is as follows:

Tiffany Gilmour Whitmore, 15951 McGregor Blvd., Suite B, Fort Myers, FL 33908.

ARTICLE VIII REGISTERED OFFICE AND AGENT

The initial registered agent of the corporation is Carolann Austin Swanson, Esq. The street address of the corporation's initial registered office is 12601 World Plaza Lane Suite 2, Fort Myers FL 33907. The principal place of business and mailing address of this corporation shall be: 15951 McGregor Blvd., Suite B, Fort Myers, FL 33908.

ARTICLE IX INCORPORATOR

The name and address of the incorporator to these Article of Incorporation is Carolann Austin Swanson, Esq., 12601 World Plaza Lane Suite 2, Fort Myers, Florida 33907.

The undersigned incorporator has executed these Articles of Incorporation this 28th day of July, 1997.



Carolann Austin Swanson, Esq., Incorporator

CONSENT TO SERVE AS REGISTERED AGENT
FOR
TEL ATLANTIC WIRELESS & COMMUNICATIONS, INC.

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date:



Carolann Austin Swanson, Esq.

FILED
JUL 23 11 05 AM
TALLAHASSEE, FLORIDA