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TRANSMITTAL LETTER 97 AUG 27 PM 3:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT : FILCO COMMUNICATIONS, INC.

Enclosed is an original and one (1) copy of the articles of
incorporation and our check for \$ 122.50

~~100002278291--5~~
~~-08/27/97--01053--009~~
~~100002278291--5~~

FROM:

LARRY MCMILLAN
245 S.W. 31ST STREET
FORT LAUDERDALE, FLORIDA 33315-3321
(954) 761-3463

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-08/27/97--01053--009
****122.50 ****122.50

PH 8/27/97

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

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILCO COMMUNICATIONS, INC.

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

ARTICLE I NAME

The name of the corporation shall be :

FILCO COMMUNICATIONS, INC.

ARTICLE II PRINCIPAL OFFICE

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

245 S.W. 31ST STREET
FORT LAUDERDALE, FLORIDA 33315-3321

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 300 shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:


LARRY MCMILLAN
245 S.W. 31ST STREET
FORT LAUDERDALE, FLORIDA 33315-3321

ARTICLE V INCORPORATOR(S)

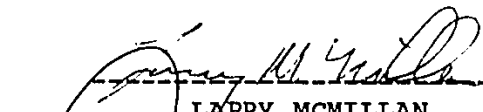
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

- 1> LAWRENCE LEIBOWITZ
245 S.W. 31ST STREET
FORT LAUDERDALE, FLORIDA 33315-3321
- 2> LARRY MCMILLAN
245 S.W. 31ST STREET
FORT LAUDERDALE, FLORIDA 33315-3321
- 3> JOHN ADAMS
245 S.W. 31ST STREET
FORT LAUDERDALE, FLORIDA 33315-3321

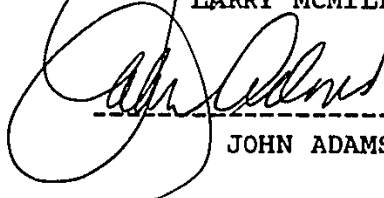
The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 21ST day of AUGUST, 1997



LAWRENCE LEIBOWITZ



LARRY MCMILLAN



JOHN ADAMS

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CERTIFICATE OF DESIGNATION 97 AUG 27 PM 3:18

REGISTERED AGENT/REGISTERED OFFICE SECRETARY OF STATE

TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 of 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 :

FILCO COMMUNICATIONS, INC.

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

LARRY MCMILLAN
245 S.W. 31ST STREET
FORT LAUDERDALE, FLORIDA 33315-3321

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.



LARRY MCMILLAN

AUGUST 21, 1997