

# P98000009192

EFFECTIVE DATE  
12-10-97

AMERICAN COMMUNICATIONS HOLDING, INC.  
6496 126th Avenue North  
Largo, Florida 33773  
813/531-4426

January 15, 1998

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

700002371887--0  
-12/15/97-01054-014  
\*\*\*\*122.50 \*\*\*\*122.50

ATTN: Carolyn Batten  
Document Specialist

RE: American Communications Holding, Inc.  
Reference Number: W97000028010

Dear Carolyn:

In accordance with our recent telephone conversation, I am returning the corrected documents for the above-referenced entity for your further processing.

As you are aware, our check for incorporation purposes has already been forwarded to you.

Should you have any questions or need further information, please contact me at 813/531-4426. Thank you for your assistance in this matter.

Sincerely,

Richard E. Riley  
President

RER/tr  
Enclosure

FILED  
97 DEC 15 PM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
1-29-98

EFFECTIVE DATE  
12-10-97

## ARTICLES OF INCORPORATION

*OF Communications*  
American Holding, Inc.

FILED  
97 DEC 15 PM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE I. NAME

*Communications*  
The name of this Corporation is American Holding, Inc. and its address and mailing address is 6496 126th Avenue North, Largo, Florida 33773.

### ARTICLE II. DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

### ARTICLE III. PURPOSE

The Corporation is organized to include the transaction of any lawful business for which corporation may be incorporated under Chapter 607, Florida Statutes as presently enacted and as it may be amended from time to time.

### ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue One Hundred Million (100,000,000) shares of Common Stock, par value 0.1 Cent (\$0.001), each (hereafter called "Common Stock").

#### **ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent and the street address of the initial registered office of this Corporation is

NAME

ADDRESS

**Richard Riley**

6520 126th Avenue North  
Largo, Florida 33773

#### **ARTICLE VI. INITIAL BOARD OF DIRECTORS**

NAME

ADDRESS

**Richard Riley**

6520 126th Avenue North  
Largo, Florida 33773

#### **ARTICLE VII. INCORPORATORS**

NAME

ADDRESS

**Richard Riley**

6520 126th Avenue North  
Largo, Florida 33773

#### **ARTICLE VIII. INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

## **ARTICLE IX. AMENDMENT**

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

**SIGNATURE AND NOTARY ON FOLLOWING PAGE**

Signatures Page to American <sup>Communication</sup> Holding, Inc.  
Articles of Incorporation

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
Articles of Incorporation the 10<sup>th</sup> day of December, 1997.

Richard Riley  
RICHARD RILEY, Pres., C.O.B.

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of  
December, 1997, by RICHARD RILEY. He is personally known or produced a  
driver's license as identification to me and did take an oath.

Tracy Boyer  
NOTARY PUBLIC

Name: Tracy Boyer

My Commission Expires: 7/16/01



Registered Agent Signature  
Page to American *Communications* Holding, Inc.  
Articles of Incorporation

#### REGISTERED AGENT ACCEPTANCE

Having been named service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

#### REGISTERED AGENT

*Richard Riley*  
RICHARD RILEY, Pres., C.O.B.

FILED  
97 DEC 15 PM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10 day of December, 1997, by RICHARD RILEY. He is personally known or produced a driver's license as identification to me and did take an oath.

#### NOTARY PUBLIC

*Tracy Boyer*

Name: Tracy Boyer

My Commission Expires: 7/16/01

