

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P980000 26 207

Paging and Cellular Experts, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

600002463276
03/20/98 01030-024
***122.50 ***122.50

RECEIVED
98 MAR 20 AM 10:23
DIVISION OF CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

98-02-98
3-20-98

Signature _____

Requested by DK 3-20-98 9:55
Name Date Time

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION
OF
PAGING AND CELLULAR EXPERTS, INC.

FILED
98 MAR 20 AM 11: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the Corporation is PAGING AND CELLULAR EXPERTS, INC.. The address of the Corporation is 6465 123RD Avenue, Largo, Florida 33773.

ARTICLE II
DURATION

The Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The Corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 7500 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

**ARTICLE V
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which 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
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 6465 123rd Avenue, Largo, Florida 33773, and the name of the initial Registered Agent of the Corporation at that address is Edward J. Pudlak.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws. The name and address of the initial directors of the Corporation are:

Edward J. Pudlak
6465 123rd Avenue
Largo, FL 33773

Edward J. Domingo
6465 123rd Avenue
Largo, FL 33773

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Edward J. Pudlak, 6465 123rd Avenue, Largo, FL 33773.

**ARTICLE IX
BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X
INDEMNIFICATION**

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

**ARTICLE XI
AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of March, 1998.



EDWARD J. PUDLAK, Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Edward J. Pudlak, known to me and known by me to be the person who executed the foregoing Articles of Incorporation of Paging and Cellular Experts, Inc., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of March, 1998.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



PATRICIA M GRAVES
My Commission CC499708
Expires Oct. 05, 1999

CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That PAGING AND CELLULAR EXPERTS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 6465 123rd Avenue, Largo, FL 33773, has named Edward J. Pudlak, located at 6465 123rd Avenue, Largo, FL 33773, 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 the 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 the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

PAGING AND CELLULAR EXPERTS, INC.

By: Edward J. Pudlak
Edward J. Pudlak, Registered Agent

Date: 3-19-98

FILED
98 MAR 20 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA