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3/23/98

Requestor's Name
Address
City State ZIP Phone

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Charter Number Only

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98 MAR 24 PM 12:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VALIDATION ONLY

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CORPORATION(S) NAME

United Communications of South Florida, Inc.

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input checked="" type="checkbox"/> Pick Up | <input type="checkbox"/> Mail Out |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified Copy

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98 MAR 24 AM 9:16
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
of
United Communications of South Florida, Inc.

The undersigned, acting as Incorporators of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida General Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

1. The name of the Corporation is **United Communications of South Florida, Inc.**
2. The Corporation shall have perpetual existence.
3. The general purpose or purposes for which the Corporation is initially organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.
4. The aggregate number of shares which the Corporation shall have authority to issue is ONE HUNDRED shares of ONE HUNDRED Dollars (\$100.00) par value common stock, all of one class. Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.
5. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors. Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders. The number of directors constituting the initial Board of Directors shall be ONE (1).
6. The names and addresses of the persons serving as Director until the first meeting of shareholders or until their successors shall be elected and qualified is:

Cynthia Lee Layton
6235 A Kendrick Street
Palm Beach Gardens, FL 33418

7. The names and addresses of the Incorporator is:

Cynthia Lee Layton
6235 A Kendrick Street
Palm Beach Gardens, FL 33418

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8. The principal office of the corporation and its mailing address are:

United Communications of South Florida, Inc.
6235 Kendrick Street
Palm Beach Gardens, FL 33418

9. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations. These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

10. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the Board of Directors.

11. The date when corporate existence shall begin shall be the date of execution of these Articles of Incorporation by the undersigned, provided these Articles are filed with the Secretary of State within the time allowed by law.


12. The address of the initial registered office of the corporation is:

United Communications of South Florida, Inc.
6235 A Kendrick Street
Palm Beach Gardens, FL 33418

13. The registered agent at that address is:

Cynthia Lee Layton

IN WITNESS WHEREOF, the undersigned have this 3rd day of March, 1998 made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.



Cynthia Lee Layton, Incorporator

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts his appointment as registered agent of the aforesaid corporation. Said agent is familiar with and accepts the obligations of Section 607.325 of the Florida Statutes.

Cynthia Lee Layton
Cynthia Lee Layton, Registered Agent

STATE OF FLORIDA,
COUNTY OF PALM BEACH:

BEFORE ME, the undersigned, a Notary Public, personally appeared Cynthia Lee Layton, who identified herself to me by her Florida Driver's license number L350-112-56-914-0, being the Incorporator named in and who subscribed the above Articles of Incorporation and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth. She did not take an oath.

Notary Public

Date

My commission expires:
[SEAL]

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