

P98000048033

Requestor's Name

PLEASE FORWARD THE CERTIFIED COPY TO:

A.P. RAY III
ATTORNEY AT LAW
2106 INVERNESS LANE
BIRMINGHAM, AL 35242

Office Use Only

NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

600002396776---7
-01/12/98-01047-008
****131.25 ****131.25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 29 AM 10:20

Examiner's Initials

RP 052978



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 14, 1998

A.P. RAY III
2106 INVERNESS LANE
BIRMINGHAM, AL 35242

SUBJECT: FIRSTCOM, INC.
Ref. Number: W98000000928

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Per phone request by Michael Ray, I am returning your document for corrections. Please return the document to my attn: along with a copy of this letter when you have corrected it.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 198A00002105



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1998

A.P. RAY III
2106 INVERNESS LANE
BIRMINGHAM, AL 35242

SUBJECT: FIRSTCOM, INC.
Ref. Number: W98000000928

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 198A00002105

**ARTICLES OF INCORPORATION
FIRSTCOM, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 29 AM 10:20

KNOW ALL MEN BY THESE PRESENTS, that for the purpose of forming a for-profit corporation under and pursuant to the provisions of Title XXXVI, Section 607, et. seq., Florida Statutes Annotated, as amended, the undersigned natural persons each being over the age of nineteen years and citizens of the United States, have associated themselves together, and have agreed upon and adopted these Articles of Incorporation to constitute a charter for carrying on its pursuits and for achieving its objects and purposes under the filing hereof pursuant to law.

Article 1 Name

The name of the corporation shall be FIRSTCOM, Inc. --

Article 2 Duration

The period of duration of this corporation shall be perpetual or until it is dissolved in accordance with the law. The initial registered office of FIRSTCOM, Inc., shall be located at 2105 Park Avenue, Suite #19, Orange Park, Florida 32073. This shall also be the mailing address of the corporation and its principal place of business.

Article 3 Stock

a)The total authorized stock is Sixty Thousand (60,000) common shares of par value per share. The initial capital value of all classes of stock shall be One Dollar (\$1.00) per share. Fifty Thousand (50,000) of these shares, called Class A shares, shall have voting rights. Ten thousand (10,000) of these shares, called Class B shares, will be non-voting shares.

b)The shares of the corporation shall be represented by certificates signed by the President or a Vice-President and the Secretary or and Assistant Secretary of the corporation,* and sealed with the seal of the corporation or a facsimile thereof. The corporation shall carry the record of all issued shares on its books and render an accounting of the value thereof at least annually. The signatures of the President or Vice-President and the Secretary or Assistant Secretary may not be facsimiles. --

c)The corporation is a **close corporation**; no shares and no securities evidencing the right to acquire shares shall be issued by means of public offering, solicitation or advertisement. All such shares and securities shall be subject to restrictions on transfer as permitted by the laws of the State of Florida. All issued shares, excluding treasury shares, and all issued securities evidencing the right to acquire shares of the corporation shall be held of record by no more than ten (10) persons in the aggregate.

d)The corporation's stock shall be initially divided as follows:

Shareholder	Number of Shares Owned	Vested Percentage
Michael A. Ray	50,000 Class A shares(100%	100 % vested

The remaining ten thousand (10,000) shares shall be held initially by the corporation and may be transferred pursuant to the restrictions set out herein.

Article 4 Voting

a)Shareholders of Class A stock in this corporation shall be entitled to one vote on each matter to be voted on at a Stockholder's meeting. Only Class A shares are entitled to vote.

b)Absent special circumstances, the shares of the Corporation are not entitled to vote if they are owned, directly or indirectly, by a second Corporation, domestic or foreign, and the first Corporation owns, directly or indirectly, a majority of the shares entitled to vote for directors of the second Corporation.

c)Subsection (b) shall not limit the power of the Corporation to vote any shares, including its own shares, held by it in a fiduciary capacity.

d)A Stockholder may vote his/her shares in person or by proxy. Proxies must be appointed in writing, witnessed and notarized by the Stockholder or his/her attorney in fact.

e)A Stockholder may not transfer any of his or her shares to any person, natural or corporate, other than the Corporation.

Article 5 Corporate Purpose

The purpose for which the Corporation is organized is to transact all lawful business for which Corporations may be organized under the laws of the State of Florida.

Article 6 Specific Powers

As needed to pursue the corporate purposes, the following powers are hereby granted to the Board of Directors:

- a) To sue, complain and defend in the corporate name.
- b) To adopt a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof to be impressed or affixed or in any other manner reproduced.
- c) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated.
- d) To sell, convey, mortgage, pledge, lease, exchange, transfer, bargain, or otherwise dispose of all or any part of the corporate property and assets.
- e) To lend money and use its credit to assist corporate employees.
- f) To purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality of any instrumentality thereof.
- g) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as it may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge or all or any of the Corporation's property and income.
- h) To lend money for any corporate purpose, invest and reinvest its funds, and take and hold their payment of funds so loaned or invested.
- i) To conduct its business, carry on its operations and have offices and exercise the powers granted herein, within or without this state.

j)To make donations for the public welfare or for charitable, scientific, or educational purposes.

k)To transact any lawful business which the Board of Directors find will be of an aid of governmental policy.

l)To pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, and other incentive plans for any or all of its Directors, Officers, and employees.

m)To do or cause to be done any other act allowed by the laws of the State of Florida regarding corporate powers.

Article 7 Amendment of Articles

The Corporation may from time to time amend its Articles of Incorporation so as to do any of the following things:

a)To change the corporate name.

b)To change the period of duration.

c)To change, enlarge, or diminish the corporate purposes.

d)To increase or decrease the aggregate number of shares, or shares of any class, which the Corporation has the authority to issue.

e)To do any act affecting outstanding shares allowed under the laws of the State of Florida, as amended.

Article 8 Directors

a)The initial Board shall consist of Directors and the names and addresses of the persons who shall serve as Directors until the first annual meeting of Stockholders or until their successors are elected and qualified are:

Michael A. Ray
Secretary/Treasurer
2805 Richards Road
Orange Park, Florida 32073
Social Security Number 591-50-2823

Articles of Incorporation
Firstcom, Inc.

ALLISA R. HOARD
4019 WINDHOVER LN.
MIDDLEBURG, FL 32068

b)The Board of Directors of the Corporation shall consist of at least five member. The number of Directors shall be fixed by the manner provided in the Bylaws, excepting as provided by Article 8(a) herein.

Article 9 Indemnity by Corporation

a)The corporation shall indemnify each Director and Officer of the corporation including former Directors and Officers for acts performed within the scope of their responsibilities and duties as defined by the Articles of Incorporation and the bylaws to the extent permitted by the laws of the State of Florida.

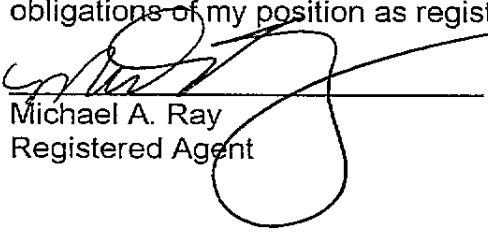
b)The corporation shall indemnify each Shareholder to the extent permitted by the laws of the State of Florida. No Shareholder shall have personal liability for any debt or liability of the corporation.

Article 10 Registered Agent

The agent for service of process at the Corporation shall be as follows:

Michael A. Ray
2105 Park Avenue
Suite #19
Orange Park, Florida 32073.

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.



Michael A. Ray
Registered Agent

3-21-98
Date

Articles of Incorporation
Firstcom, Inc.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto
set their hands on this the 21 day of MARCH, 1997.

Signatures:

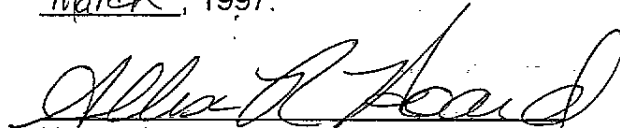

Michael A. Ray
Incorporator


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 29 AM 10:20

State of Florida
County of Clay

I, Allisa R. Hoard, a Notary Public in and for the said
State and County, hereby certify that the persons whose names are signed to
the foregoing Articles of Incorporation, and who are known to me, acknowledged
before me on this day that, being informed of the contents of the above and
foregoing Articles of Incorporation, they executed the same voluntarily on the
day the same bears date.

Given under my hand and official seal of office this 21st day of
March, 1997.


Notary Public
My commission expires:

 Allisa R Hoard
My Commission CC714599
Expires February 8, 2002