

P98000065320



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 901837 6209A

AUTHORIZATION :

Patricia Puyat

COST LIMIT : \$ 70.00

ORDER DATE : July 23, 1998

ORDER TIME : 10:03 AM

ORDER NO. : 901837-005

CUSTOMER NO: 6209A

CUSTOMER: Ms. Vera Mckeeby
CAUTHEN & FELDMAN

215 N. Joanna Avenue

Tavares, FL 32778-3200

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 23 PM 2:49

500002596275--9

DOMESTIC FILING

NAME: ~~CYBERLYNX OF FLORIDA, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

2544
W98-16796

98 JUL 23 PM 10:37
DIVISION OF CORPORATIONS
JUL 23 1998
f-12498



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
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July 23, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CYBERLYNK OF FLORIDA, INC.
Ref. Number: W98000016796

RESUBMIT

Please give original
submission date as file date.

We have received your document for CYBERLYNK OF FLORIDA, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 198A00039045

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ARTICLES OF INCORPORATION

of

CyberLynx Services, Inc.

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name and address of this corporation shall be: CyberLynx Services, Inc., 10242 Joanie's Run, Leesburg, FL 34788.

ARTICLE II

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III

Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 10,000 shares of common stock each with a par value of \$1.00.

ARTICLE IV

Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator are:

NAME

ADDRESS

Bethany Hendrick

10242 Joanie's Run
Leesburg, FL 34788

The names and addresses of the Director(s) is/are:

NAME

ADDRESS

Carl D. Hendrick

10242 Joanie's Run
Leesburg, FL 34788

Bethany Hendrick

10242 Joanie's Run
Leesburg, FL 34788

ARTICLE V
Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VI
Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- (d) Dissolution of the corporation.

ARTICLE VII
Term of Existence

This corporation shall exist perpetually.

ARTICLE VIII
Directors

A. The business of the corporation shall be managed initially by a board of one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE IX
Effective Date

The date that corporate existence shall begin is the date of filing these Articles of Incorporation with the Florida Department of State, Division of Corporations. This election is pursuant to Florida Statute 607.0123.

ARTICLE X
Registered Office and Registered Agent

The address of the initial registered office of this corporation is 10242 Joanie's Run, Leesburg, FL 34788. The name of the Registered Agent of this corporation is Carl D. Hendrick at the above office address.

ARTICLE XI
Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.


IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 22nd day of July, 1998.


Bethany Hendrick

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

I hereby accept to act as initial Registered Agent for **CyberLynx Services, Inc.** as stated in these Articles of Incorporation.

Dated: July 22, 1998


Carl D. Hendrick