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Kutchins, Bishop & Galbraith P.A.
Attorneys & Counselors at Law

BRYAN A. KUTCHINS*
ROBERT C. BISHOP*
MILTON A. GALBRAITH, JR.
*ADMITTED TO FLORIDA & MICHIGAN BAR

INTERNATIONAL LAW BUILDING
3974 TAMPA ROAD
OLDSMAR, FLORIDA 34677
MAILING ADDRESS:
P.O. BOX 1063
OLDSMAR, FLORIDA 34677

(813) 855-4663
FAX 813-855-4893
E-MAIL: KUTCHINS@MSN.COM

September 1, 1998

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****122.50 ****122.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

RE: Filing Articles of Incorporation for Skyward Communications Services, Inc.

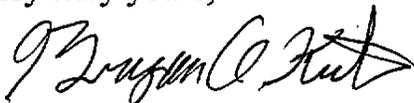
Dear Secretary:

Enclosed are the Articles of Incorporation for a corporation to be incorporated as Skyward Communications Services, Inc. Enclosed is our check in the amount of \$122.50 representing the following:

Filing Fees	\$35.00
Designation of Registered Agent	35.00
Certificated Copy of Articles	<u>52.50</u>
	\$122.50

If you have any questions, please feel free to contact me at (813) 855-4663

Very truly yours,



Bryan A. Kutchins, Esquire
KUTCHINS, BISHOP & GALBRAITH, P.A.

BAK/jrl
Enclosures



FILED
98 SEP -4 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SKYWARD COMMUNICATIONS SERVICES, INC.

FILED
98 SEP -4 PM 4: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be Skyward Communications Services, Inc.

ARTICLE II - ADDRESS

The principal address of the corporation shall be 30043 US Highway 19 North, Clearwater, Florida, 33761.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The general character or nature of the business to be transacted by this Corporation is to do any and all legal acts as permitted under the laws of the United States and Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to

have outstanding at any time is 7500 shares of voting common stock, each having the par value of \$1.00.

**ARTICLE VI - NAME AND ADDRESS OF
INITIAL REGISTERED AGENT**

The name and address of its initial Registered Agent is Bryan A. Kutchins, Esquire, 3974 Tampa Road, Oldsmar, Florida, 34677.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members:

Wayne E. Fusco	30043 US Highway 19 North Clearwater, FL 33761
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Mark Wolf	211 S. Huckleberry Lake Dr. Sebring, FL 33872
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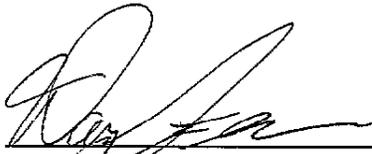
ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Wayne E. Fusco, 30043 US Highway 19 North, Clearwater, Florida, 33761.

ARTICLE IX - DATE OF COMMENCEMENT

The date of commencement of corporation existence to commence upon the filing of the Articles herein by the Department of State.

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of September, 1998.



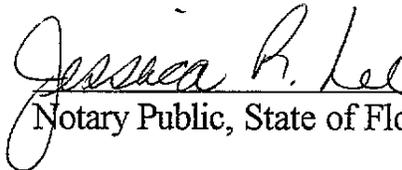
WAYNE E. FUSCO, Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared and personally known to me, WAYNE E. FUSCO, who acknowledged to me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 1st day of September, 1998.



Notary Public, State of Florida at Large

My Commission Expires:



Jessica R Lee
★ My Commission CC744991
Expires May 25, 2002

DEPARTMENT OF STATE

FILED

98 SEP -4 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

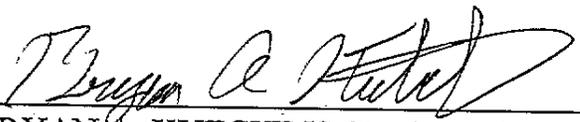
Certificate designating place of business or domicile for the Service of Process within this State, Naming Agent upon whom Process may be served.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

Skyward Communications Services, Inc., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 30043 US Highway 19 North, Clearwater, 33761, County of Pinellas, State of Florida, names Bryan A. Kutchins, Esquire, 3974 Tampa Road, Oldsmar, 34677, County of Pinellas, State of Florida, as its agent to accept service of process with the State.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep my office open during prescribed hours; to post my name (and that of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.


BRYAN A. KUTCHINS, Registered Agent

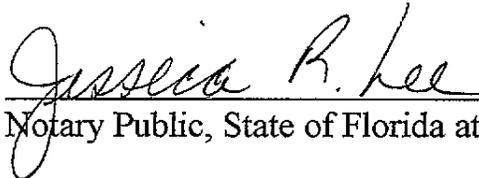
Filing Fee: \$122.50

AFFIDAVIT:

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared BRYAN A. KUTCHINS, ESQUIRE, who is personally known to me, and who, being duly sworn, deposes and says that he executed the foregoing instrument for the purposes expressed therein.

SWORN TO and subscribed before me this 1st day of September, 1998.



Notary Public, State of Florida at Large

My commission expires:

 Jessica R Lee
My Commission CC744991
Expires May 25, 2002