

Division of Corporations

Florida Department of State

Division of Corporations

Public Access System

Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H98000019354 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 487-6013

From:

Account Name : RUDNICK & WOLFE

Account Number : 076424002364

Phone : (813) 229-2111

Fax Number : (813) 229-1447

FILED
98 OCT 19 PM 3:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

~~Synapse Communications Solutions, Inc.~~*Southeast Communications Incorporated*

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

OCT 19 1998

**ARTICLES OF INCORPORATION
OF
SOUTHEAST COMMUNICATIONS INCORPORATED**

H98000019354

OCT 19 PM 3:56
TALLAHASSEE FLORIDA

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Business Corporation Act (the "**Act**"), as follows:

**I.
Name**

The name of the Corporation is **Southeast Communications Incorporated**

**II.
Term of Existence**

The date when corporate existence will commence is October 19, 1998 in accordance with the provisions of Section 607.0203(1) of the Act. The Corporation will have perpetual existence thereafter.

**III.
Principal Office**

The principal office and mailing address of the Corporation is 36800 Sunshine Road, Zephyrhills, Florida 33541.

**IV.
Capital Stock**

The Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, which will be designated Common Stock.

Prepared by: Scott P. Weber
Florida Bar No. 0125105
Rudnick & Wolfe
101 East Kennedy Blvd., Suite 2000
Tampa, Florida 33602
(813) 229-2111

H98000019354

V.**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is c/o Rudnick & Wolfe, 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is Scott P. Weber.

VI.**Directors**

The Corporation will have 6 directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 1 director. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Gerald William Beinhauer, Jr.	36800 Sunshine Road Zephyrhills, Florida 33541
Gerald William Beinhauer, Sr.	36800 Sunshine Road Zephyrhills, Florida 33541
Tammy Mae Beinhauer	36800 Sunshine Road Zephyrhills, Florida 33541
Eileen Mary Beinhauer	36800 Sunshine Road Zephyrhills, Florida 33541
Michael Paul Beinhauer	36800 Sunshine Road Zephyrhills, Florida 33541
Matthew Beinhauer	36800 Sunshine Road Zephyrhills, Florida 33541

VII.**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Scott P. Weber	c/o Rudnick & Wolfe 101 E. Kennedy Blvd., Suite 2000 Tampa, Florida 33602

H98000019354

H98000019354

VIII.**Affiliated Transactions**

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

IX.**Control Share Acquisitions**

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

X.**Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

XI.**Indemnification**

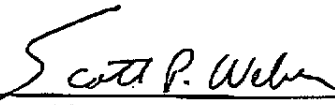
The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XII.**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

H98000019354

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on October 19, 1998.




Scott P. Weber, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept my obligations as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: October 19, 1998.



Scott P. Weber

FILED
98 OCT 19 PM 3:56
STATE OF FLORIDA
TALLAHASSEE