

FROM

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

SKYWAY COMMUNICATIONS HOLDING CORP.

Certificate of Status	0
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Amended And Restated Art/AL

FROM

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June 7, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

SKYWAY COMMUNICATIONS HOLDING CORP.
18081 BRACKEN CIRCLE
TAMPA, FL 33948US

SUBJECT: SKYWAY COMMUNICATIONS HOLDING CORP.
REF: P98000104765

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document heading should read, Amended and Restated Articles of Incorporation of Skyway Communications Holding Corp.

Please return 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) 245-6892.

Tina Roberts
Document Specialist

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DIVISION OF CORPORATIONS

FROM

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
SKYWAY COMMUNICATIONS HOLDING CORP.**

Pursuant to Sections 607.1002, 607.1006 and 607.1007 of the Florida Business Corporation Act (the "FCBA"), this Florida corporation (the "Corporation") hereby certifies that:

FIRST: This Corporation is named World Capita Communications, Inc. f/k/a Skyway Communications Holding Corp., and was originally incorporated in the State of Florida on December 17, 1998, and that these Amended and Restated Articles of Incorporation shall amend, restate and supercede in their entirety any and all prior Articles of Incorporation, as amended, including, without limitation, any Articles of Amendment or Certificates of Designation thereto, filed with the State of Florida from the date of the Corporation's original incorporation through the date hereof.

SECOND: These Amended and Restated Articles of Incorporation have been approved by the Board of Directors and shareholders of the Corporation in the manner and by the vote required by the FBCA. These Amended and Restated Articles of Incorporation contain amendments that require shareholder approval. The amendments were approved by the shareholders at a duly called meeting held on May 25, 2007 and the votes cast for the amendment by the shareholders was sufficient for approval.

**ARTICLE I
NAME**

The name of the Corporation is: **WORLD CAPITA COMMUNICATIONS, INC.**

**ARTICLE II
PRINCIPAL ADDRESS AND MAILING ADDRESS**

The address of the principal office and mailing address of the Corporation is 18081 Bracken Circle, Port Charlotte, FL 33948.

**ARTICLE III
BUSINESS AND ACTIVITIES**

The Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office of the Corporation in the State of Florida is 18081 Bracken Circle, Port Charlotte, FL 33948, and the Registered Agent is Waleed F. Talib. The Board of Directors may, from time to time, move the location of the registered

Martin A. Traber, Esquire
Florida Bar #0099805
Foley & Lardner
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Tampa, Florida 33602
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The street address of the registered office of the Corporation in the State of Florida is 18081 Bracken Circle, Port Charlotte, FL 33948, and the Registered Agent is Walced F. Talib. The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may from time to time, change the registered agent of the Corporation.

ARTICLE V
CAPITAL STOCK

The total number of shares of capital stock which the Corporation shall have the authority to issue shall be one hundred (100) shares, all of which shares shall be denominated "Common Stock," having a par value of \$.001 per share. Pursuant to Section 607.0602 of the FBCA, the Board of Directors is authorized, without the approval of the shareholders of the Corporation, to (a) provide for the classification and reclassification of any unissued shares of common stock or preferred stock and determine the preferences, limitations, and relative rights thereof and (b) issue common stock or preferred stock in one or more classes or series, all within the limitations set forth in Section 607.0601 of the FBCA.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be executed as of JUNE 5, 2007.


Walced F. Talib
President

FROM

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**ACCEPTANCE OF APPOINTMENT BY
REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article IV of the foregoing Amended and Restated Articles of Incorporation as the registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as the registered agent of World Capita Communications, Inc.

DATED: Effective this 05 day of JUNE, 2007.


Walced F. Tatib