

Est. 1757

**DRAKEFORD**  
**DRAKEFORD**  
ACCOUNTANTS & CONSULTANTS  
A PROFESSIONAL ASSOCIATION

January 4, 1999

Reply to:

Washington, D.C. Regional Offices  
P.O. Box 508  
King George, VA 22485  
(540) 775-7115  
(540) 775-7303 Facsimile  
E-Mail: drakeford@3n.net

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000002737970--0  
-01/12/99--01051--017  
\*\*\*\*122.50 \*\*\*\*\*78.75

Dear Sir/Madam,

Enclosed herein is original and copy of the Articles of Incorporation, together with original and copy of Registered Agent Form, regarding the above referenced corporation for filing.

Also enclosed herein is a check in the amount of \$122.50 to cover filing fees and Certification of Incorporation.

Please forward filed copy of the Articles of Incorporation to the undersigned using the enclosed prepaid UPS envelope and air bill.

Sincerely,

*Carrie Lynn Adams*

Carrie Lynn Adams  
Financial Analyst

Enclosures

FILED  
99 JAN 21 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

JAN 21 1999  
JAN 14 1999

Washington D.C.  
Regional Offices  
(540) 775-7115 Fax: 775-7303  
(703) 527-2299 Fax: 522-2930

Florida  
(813) 248-3001  
Fax: (813) 247-4115

California  
(805) 946-4142  
Fax: (805) 946-8403

Great Britain  
011-44-1638-751794  
Fax: 011-44-1638-751794

E-Mail: drakeford@3n.net



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 15, 1999

CARRIE LYNN ADAMS  
DRAKEFORD & DRAKEFORD ACCOUNTANTS & CONS  
P.O. BOX 508  
KING GEORGE, VA 22485

SUBJECT: A.M.C. GLOBAL COMMUNICATIONS OF JACKSONVILLE, INC.  
Ref. Number: W99000001137

We have received your document for A.M.C. GLOBAL COMMUNICATIONS OF JACKSONVILLE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 899A00002099

Est. 1757  
**DRAKEFORD**  
**DRAKEFORD**  
ACCOUNTANTS & CONSULTANTS  
A PROFESSIONAL ASSOCIATION

January 20, 1999

Reply to:

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Division of Corporations  
Dana Calloway  
P.O. Box 6327  
Tallahassee, Florida 32314

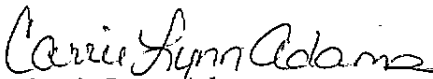
RE: A.M.C. GLOBAL COMMUNICATIONS OF JACKSONVILLE, INC.  
VIA: UPS NEXT DAY AIR Tracking Number J 034 071 801 2

Dear Ms. Calloway,

Enclosed please find the revised articles and one copy. There was a typo in the articles I sent previously, please use these instead. I apologize for the inconvenience. Please return the filed, certified copies in the enclosed UPS shipping envelope and label.

For additional information, please do not hesitate to contact the undersigned.

Very truly yours,

  
Carrie Lynn Adams  
Financial Analyst

Enclosures

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Est. 1757  
**DRAKEFORD**  
**&**  
**DRAKEFORD**  
ACCOUNTANTS & CONSULTANTS  
A PROFESSIONAL ASSOCIATION

January 20, 1999

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Division of Corporations  
Dana Calloway  
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Tallahassee, Florida 32314

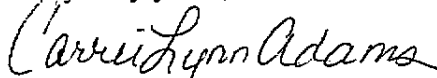
**RE: A.M.C. GLOBAL COMMUNICATIONS OF JACKSONVILLE, INC.**  
**VIA: UPS NEXT DAY AIR Tracking Number N 214 972 691 8**

Dear Ms. Calloway,

Enclosed please find the revised articles and one copy. The change you requested has been made. I apologize for the inconvenience. Please return the filed, certified copies in the enclosed UPS shipping envelope and label.

For additional information, please do not hesitate to contact the undersigned.

Very truly yours,



Carrie Lynn Adams  
Financial Analyst

Enclosures

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**ARTICLES OF INCORPORATION**  
**OF**  
**A.M.C. GLOBAL COMMUNICATIONS OF JACKSONVILLE, INC.**

The undersigned, for the purpose of forming a corporation  
hereby adopt the following Articles of Incorporation.

**ARTICLE ONE**  
**NAME**

The name of the Corporation is:

A.M.C. Global Communications of Jacksonville, Inc.

**ARTICLE TWO**  
**DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE THREE**  
**PURPOSE**

The Corporation will transact any and all lawful  
business to include, but not restricted to, Installers, Programers,  
and Marketers of Wire and Wireless Communications Products.

**ARTICLE FOUR**  
**CAPITAL STOCK**

The aggregate number of shares which the Corporation has  
Authority to issue is One Thousand (1,000) all of which shall be  
common shares with a par value of \$.001

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE FIVE**  
**PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued shares of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued shares.

**ARTICLE SIX**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and resident agent is:

Drakeford & Drakeford, P.A.  
2212 East 4<sup>th</sup> Avenue  
Tampa, Florida 33605

**ARTICLE SEVEN**  
**DIRECTOR/OFFICERS**

The initial governing board of the Corporation should be styled directors and shall have one member.

The name and address of the initial member director is:

William P. Abram  
6760 Jimmy Carter Blvd, Suite 135  
Norcross, GA 30071

**ARTICLE EIGHT**  
**PRINCIPAL OFFICE**

The corporation's principal office is located at:

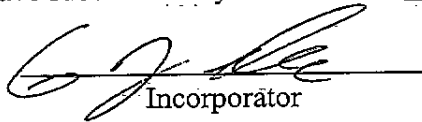
8917 Western Way, Suite 20  
Jacksonville, Florida 32256

**ARTICLE NINE**  
**INCORPORATORS**

The name and address of the incorporator is:

Eric J. Adams  
Drakeford & Drakeford, P.A.  
P.O. Box 508  
King George, Virginia 22485

IN WITNESS WHEREOF, I have subscribed my name on this 20th Day of January, 1999.

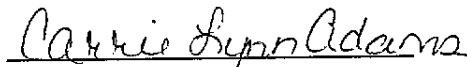
  
Incorporator

STATE OF: Virginia

COUNTY OF: King George

On this 20th day of January, 1999, before me, the above-signed officer personally appeared Eric J. Adams, known to me, to be the whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purpose there contained.

IN WITNESS WHEREOF, I hereto set my hand and official seal.

  
Notary

My Commission Expires June 30, 2002

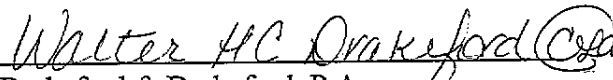
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

First that A.M.C. Global Communications of Jacksonville, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the county of (Duval), State of Florida, has named Drakeford & Drakeford, P.A., 2212 East 4<sup>th</sup> Avenue, Tampa, Florida 33605, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT AND ACCEPTANCE;**

Having been named to accept service of process for the above named Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
Drakeford & Drakeford, P.A.  
Walter H.C. Drakeford  
Senior Managing Director

**FILED**  
99 JAN 21 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA