

BURKE & BLUE, P.A.
ATTORNEYS AND COUNSELORS AT LAW

221 MCKENZIE AVENUE

TELEPHONE (830) 769-1414

TELECOPIER (850) 784-0857

EMAIL: burkeblue@burkeblue.com

LES W. BURKE
ROB BLUE, JR.
NEVIN J. ZIMMERMAN
EDWARD A. HUTCHISON, JR.
TIMOTHY M. WARNER*
DAVID M. NOIL
ELIZABETH J. WALTERS**
SHERRI DENTON MALLORY
DOUGLAS L. SMITH
SHARON DINWIDDIE***
WILLIAM G. WARNER****
MICHAEL S. BURKE
M. TODD BURKE

DESTIN OFFICE:
SUITE 350
100 ST. CHARLES PLACE
DESTIN, FLORIDA 32541
TELEPHONE (850) 267-9498
TELECOPIER (850) 267-9499

*ALSO ADMITTED IN LOUISIANA
**ALSO ADMITTED IN ALABAMA
***ALSO ADMITTED IN GEORGIA
REVEY CRIMINAL TRIAL PRACTICE

****BOARD CERTIFIED CRIMINAL TRIAL PRACTICE

January 21, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
1-21-99

000002758800--3

-01/29/99--01059--016

*****78.75 *****78.75

Re: White Sands Television Network, Inc.

Dear Sir or Madam:

Please find enclosed herewith the original and a copy of proposed Articles Of Incorporation for the new corporation to be known as White Sands Television Network, Inc., together with a check in favor of the Secretary Of State in the amount of \$122.50 for the following fees:

Filing Fee:	\$ 35.00
Certification of Copy:	8.75
Designation Of Registered Agent:	<u>35.00</u>
Total:	\$ 78.75

Please note that Article V in the Articles Of Incorporation designates the place of business of the Corporation and the name and address of the Registered Agent.

Your assistance in filing same, and in forwarding the Certified Copy to me, would be most appreciated. Thank you.

Very truly yours,

BURKE & BLUE, P.A.

Douglas L. Smith

Enclosures as stated.

cc: Paul Sims

DLS:1/21/99 - x:\wpf\dls\sec-sta3.let

REFERENCES

FEB 2

FILED
99 JAN 29 AM 10:41
6
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WHITE SANDS TELEVISION NETWORK, INC.

FILED
JAN 29 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles Of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

EFFECTIVE DATE
1-21-99

ARTICLE I - NAME

The name of this Corporation is WHITE SANDS TELEVISION NETWORK, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be conducted by this Corporation shall be to do all things that now are or may hereafter be allowed to corporations by the laws of Florida even though the existing laws may hereafter be repealed.

ARTICLE III - TERM AND EXISTENCE

This Corporation shall have perpetual existence and shall commence at the time of subscription and acknowledgment of these Articles of Incorporation, that is January 21, 1999.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue seven thousand five hundred (7,500) shares of common stock, each share having the par value of one dollar (\$1.00) per share.

ARTICLE V - PRINCIPAL OFFICE ADDRESS
AND ACCEPTANCE BY REGISTERED AGENT

The street address of the principal office of this Corporation is: 2620 Highway 73 South, P.O. Box 304, Marianna, Florida 32447,

and the name of the initial registered agent of this Corporation is Douglas L. Smith, whose address is 221 McKenzie Avenue, Panama City, Florida 32401, who is familiar with and accepts the duties and responsibilities as registered agent for said Corporation. The street address of the registered agent of this Corporation is: 221 McKenzie Avenue, Panama City, Florida 32401.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial director of this Corporation are:

Paul Sims - 2620 Highway 73 South, P.O. Box 304, Marianna, Florida 32447.

ARTICLE VII - SUBSCRIBER

The name and address of the subscriber to these Articles Of Incorporation and Certificate of Incorporation is:

Douglas L. Smith, whose address is 221 McKenzie Avenue, Panama City, Florida 32401.

ARTICLE VIII - OFFICERS

The officers of this Corporation shall be a President and Secretary and such other officers or agents as may be deemed necessary. All officers, agents or employees as may be deemed necessary shall be chosen in such a manner, hold offices for such time, and have such power and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two (2) or more offices.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal, acknowledged and

filed the foregoing Articles Of Incorporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida this Certificate of Incorporation and certify that the facts herein stated are true, this 21st day of January, 1999.

Douglas L. Smith
Douglas L. Smith
Subscriber and Registered Agent

STATE OF FLORIDA

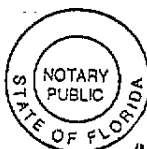
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 21st day of January, 1999, by Douglas L. Smith, who:

☒ is personally known to me.

☐ produced a current driver's license as identification
_____ (state and number)

☐ produced _____ as identification



PATRICIA JOSEY
My Comm. Exp. 12/28/2000
Bonded By Western Surety
No. CC 596259

☒ Personally Known ☐ Other I.D.

Patricia Josey
NOTARY PUBLIC (Comm. No. CC 596259)
PATRICIA JOSEY
(Type or Print Name of Notary)
My Commission Expires: 12-28-2000


**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 Section 48.091, Fla. Stat. (1997), the following is submitted, in compliance with said Act:

FIRST, that WHITE SANDS TELEVISION NETWORK, INC., desiring to organize under the laws of the State of Florida, with its principal office in Marianna, County of Jackson, State of Florida, as indicated in the Articles of Incorporation, and offices in the City of Destin, County of Okaloosa, State of Florida, has named Douglas L. Smith, located at 221 McKenzie Avenue, Panama City, Florida 32401, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

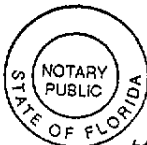
Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Douglas L. Smith
Registered Agent

STATE OF FLORIDA
COUNTY OF BAY

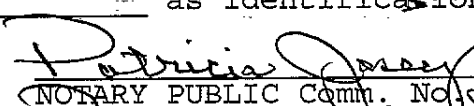
The foregoing instrument was acknowledged before me this _____ day of January, 1999, by Douglas L. Smith, who:

- [☒] is personally known to me.
[☐] produced a current driver's license as identification (state and number)
[☐] produced _____ as identification



PATRICIA JOSEY
My Comm. Exp. 12/28/2000
Bonded By Western Surety
No. CC 596259

(☒) Personally Known () Other I.D.


NOTARY PUBLIC Comm. No. 50596259
Patricia Josey
(Type or Print Name of Notary)
My Commission Expires: 12-28-2000