## LAW OFFICES JOHN VERNON HEAD, P. A.

February 1,1999

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February 1,1999

RE: Incorporation of MetroConnect, Inc.

#### Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation and Certificate of Registered Agent for MetroConnect, Inc., together with a check in the amount of \$78.75.

This check represents the cost of the filing fees, a returned, certified copy of the Articles of Incorporation and the fee for Registered Agent Designation for the captioned corporation.

Please return the certified copy of the Articles of Incorporation to our offices to the writer's attention, along with a receipt for the filing.

Thank you for your help and cooperation.

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-02/09/99--01U02--01( \*\*\*\*\*78.75 \*\*\*\*\*78.75

Very truly yours.

John Vernon Head

IVH:so Enclosure

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SECRETARY OF STATE
TALEMHASSEE FLORIDA



# FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 10, 1999

JOHN VERNON HEAD, P.A. 209 EAST RIDGEWOOD STREET ORLANDO, FL 32801

SUBJECT: METROCONNECT, INC.

Ref. Number: W99000003399

We have received your document for METROCONNECT, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 699A00006044

#### LAW OFFICES

#### JOHN VERNON HEAD, P. A.

209 EAST RIDGEWOOD STREET ORLANDO, FLORIDA 32801 -TELEPHONE (407) 839-8910 FAX (407) 839-8920 MOBILE (407) 620-7171

April 1, 1999

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314
Atten: Loria Poole

Corporate Specialist

RE: Ref.No. W99000003399 Letter No. 699A00006044

Dear Ms. Poole:

Enclosed please find the original and one copy of the revised Articles of Incorporation and Certificate of Registered Agent, regarding the above-referenced matter. A new name has been chosen as requested, being SDT CONNECT, Inc.

Please return a certified copy of the Articles of Incorporation and Certificate of Registered Agent to our offices to the writer's attention, along with a receipt for the filing.

Thank you for your help and cooperation.

Very truly yours,

John Vernon Head

JVH/so Enclosures

cc:

#### ARTICLES OF INCORPORATION

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#### STD CONNECT, INC.

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SECRETARY OF STATE
TALL AHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I - CORPORATE NAME

The name of the corporation is STD Connect, Inc.

#### ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

#### ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent and Registered Office of this Corporation is:

Name:

Kevin H. Kastner

Address:

371 Menashe Court

City:

Longwood, Florida 32779

#### ARTICLE VI - PRINCIPAL OFFICE OF CORPORATION

The principal office of STD Connect, Inc. is as follows:

371 Menashe Court Longwood, Florida 32779

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors 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 (1). The name and address of the initial director of the corporation is as follows:

Name: Kevin H. Kastner Address: 371 Menashe Court

City: Longwood, Florida 32779

#### ARTICLE VIII - INCORPORATOR

The incorporator of STD Connect, Inc. is:

Name: Kevin H. Kastner Address: 371 Menashe Court

City: Longwood, Florida 32779

#### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

#### ARTICLE X - ELECTION OF BOARD OF DIRECTORS

Changes in the number of directors or in the initial Board of Directors shall be by vote of the shareholders and shall require a majority vote to effect a change.

#### ARTICLE XI - DECISIONS OF BOARD OF DIRECTORS

Decisions of the Board of Directors effecting the nature of the business of the Corporation or dissolution of the Corporation shall require a majority vote to be effective.

#### ARTICLE XII - ACTIONS BY DIRECTORS WITHOUT A MEETING

Members of the Board of Directors of this Corporation may take action by written consent, as provided by law.

#### ARTICLE XIII - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3d day 100/wary , 1999.

Kevin H. Kastmer REVIN H. KASTNER

STATE OF FLORIDA

COUNTY OF Marge

The foregoing instrument was acknowledged before me this 3rd day of February, 1999, by Kevin Kastver, who is personally known to me or who has produced his Florida driver's license as identification.

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DENISE M. BLOODSWORTH
My Comm Exp. 5/09/99
Bonded By Service Ins
No. CC461327

M Personally Known 110ther 1 D.

Durk Blood worth

Notary Public

My Commission Expires: 5/9/99

JVH:jn Articles

#### CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

### CERTIFICATE OF REGISTERED AGENT

STD Connect, Inc.

Pursuant to Florida Statutes Section 48.091 and 60.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 371 Menashe Court, Longwood, Florida 32779, has named Kevin H. Kastner, located at the aforesaid address, as its Registered 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 to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Neva H. Nautmo\_\_\_\_ Kevin H. Kastner, Registered Agent

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SECRETARY OF STATE TALLAHASSEE FLORIDA