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M. Jean Rawson
Certified Family Mediator
Certified County Mediator
Also Admitted in Indiana

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
59 JUN -7 PM 1:35
Heather Gilchrist
Of Counsel
Also Admitted in Indiana, Illinois and Ohio
Toll Free No. (888) 204-3270

June 3, 1999

Florida Department of Revenue
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

600002896676--4
-06/07/99--01119--010
122.50 **78.75

Re: Incorporation of Clear Path Communications, Inc.

Dear Clerk:

Enclosed are an original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above referenced corporation, together with a check in the amount of \$122.50 representing your filing fee.

Also enclosed is a self-addressed, stamped envelope for your use in returning a certified copy of the Articles once they have been filed.

Thank you for your assistance with this matter. If you should have any questions or concerns, please do not hesitate to contact me.

Sincerely,

Carolyn Magarro

Carolyn B. Magarro

Legal Assistant to Heather Gilchrist

Enclosures

D. BROWN JUN - 9 1999

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SECRETARY OF STATE
99 JUN -7 PM 1:35

ARTICLES OF INCORPORATION
OF
CLEAR PATH COMMUNICATIONS, INC.

The undersigned subscriber to these Articles of Incorporation, ROBERT J. LANKTON, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this Corporation is CLEAR PATH COMMUNICATIONS, INC. The principal office and mailing address of the corporation is 5053 Ocean Blvd., Suite 18A, Siesta Key, Florida 34242.

ARTICLE II
DURATION

The Corporation shall have perpetual existence, commencing upon the filing of these articles of incorporation.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 7500 shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the

requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 5053 Ocean Blvd., Suite 18A, Siesta Key, Florida 34242, and the name of the initial registered agent of the Corporation at that address is Robert J. Lankton. The Directors of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

ARTICLE VI

DIRECTORS

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for the term provided in the By-Laws or until their successors have been duly elected and qualified.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The following shall constitute the initial Board of Directors of this Corporation:

Robert J. Lankton, located at 5053 Ocean Blvd., Suite 18A, Siesta Key, Florida 34242.

ARTICLE VIII

INCORPORATORS

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
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Robert J. Lankton

5053 Ocean Blvd., Naples, FL 34242

Siesta Key,



ARTICLE IX

BY-LAWS


The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this 1 day of JUNE, 1999.



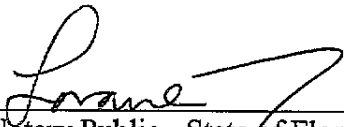
ROBERT J. LANKTON

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared ROBERT J. LANKTON, who is personally known to me or has produced Driver's License as identification, to me well known to be the person(s) described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last afore-said this 1 day of June, 1999.

NOTARY PUBLIC - STATE OF FLORIDA
LORRAINE ERICKSON
COMMISSION # CC598736
EXPIRES 12-29-2000
BONDED THRU ASA 1-888-NOTARY1



Notary Public - State of Florida
LORRAINE ERICKSON
(Print, Type, or Stamped Commissioned Name of Notary Public)

Personally Known _____ OR Produced Identification X
Type of Identification Produced Driver's License

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

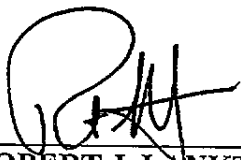
SECRET
DIVISION OF CORPORATIONS
99 JUL -7 PM 1:35

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That CLEAR PATH COMMUNICATIONS, 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 ~~Collier~~, State of Florida, has named Robert J. Lankton located at 5053 Ocean Blvd., ~~SARASOTA, (RTU)~~ Suite 18A, Siesta Key, Florida 34242, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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



ROBERT J. LANKTON