

99000059074

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

International
CSys^{ts} Inc.

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-06/23/99--01068--018

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

✓ Art of Inc. File Cert

___ LTD Partnership File

___ Foreign Corp. File

___ L.C. File

___ Fictitious Name File

___ Trade/Service Mark

___ Merger File

___ Art. of Amend. File

___ RA Resignation

___ Dissolution / Withdrawal

___ Annual Report / Reinstatement

✓ Cert. Copy

___ Photo Copy

___ Certificate of Good Standing

___ Certificate of Status

___ Certificate of Fictitious Name

___ Corp Record Search

___ Officer Search

___ Fictitious Search

___ Fictitious Owner Search

___ Vehicle Search

___ Driving Record

___ UCC 1 or 3 File

___ UCC 11 Search

___ UCC 11 Retrieval

___ Courier

FILED
1999 JUN 30 AM 11:41
TALLAHASSEE, FLORIDA

RECEIVED
99 JUN 23 PM 1:20

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

6-23-99 11:00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 23, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: C SYSTEMS, INC.
Ref. Number: W99000014668

We have received your document for C SYSTEMS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 699A00033495

FILED

1999 JUN 30 AM 11:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

C SYSTEMS INTERNATIONAL, INC.

The undersigned, acting as incorporator of C SYSTEMS INTERNATIONAL, INC., under the Florida General Corporation Act, adopts the following Articles of Incorporation.

Article I - NAME

The name of this corporation is C SYSTEMS INTERNATIONAL, INC. The principal address of this corporation is 2020 Edgewood Drive, Apartment 57, Lakeland, Florida 33803.

Article II - DURATION/EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

Article III - PURPOSE

The general purpose or purposes for which the corporation is organized are as follows:

- (a) To manufacture, produce, or otherwise acquire, import, export, lease, sell (retail and wholesale), or otherwise dispose of, alter, repair, improve, and generally deal in the business of data transmission, and generally trade in and deal with telecommunication, electronic and related high-technology products including, but not limited to, switching equipment, microwave and wireless communication equipment, and all types of apparatus of every description incidental or related thereto, with all supplies and accessories pertaining thereto.

- (b) To transact any or all other lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

Article IV - AUTHORIZED SHARES

This corporation is authorized to issue 1,000 shares of no (\$.00) par value common stock. The consideration to be paid for each share shall be as fixed by the Board of Directors, and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

Article V - CUMULATIVE VOTING

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by such shareholder multiplied by the number of directors to be elected, and each shareholder may cast such votes for a single candidate, or may distribute them among any two or more of the candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

Article VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any unissued stock (whether or not presently authorized and including treasury shares) of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. This right shall be deemed waived by any holder who does not exercise it and pay for the stock preempted within thirty days of receipt of a notice in writing from the corporation inviting him to exercise the right.

Article VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent of this corporation is Peter R. Mayer, 4921 Southfork Drive, Suite 3, Lakeland, Florida 33813-2078.

Article VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director. The number of directors may be increased from time to time by the by-laws, but shall never be less than one. The name and address of the initial director is:

John W. Burdin, III
2020 Edgewood Drive
Apartment 57
Lakeland, FL 33803

Article IX - INCORPORATOR

The name and address of the incorporator is:

John W. Burdin, III
2020 Edgewood Drive
Apartment 57
Lakeland, FL 33803

The incorporator of the corporation hereby assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and hereby assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

Article X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board

of Directors and the shareholders.

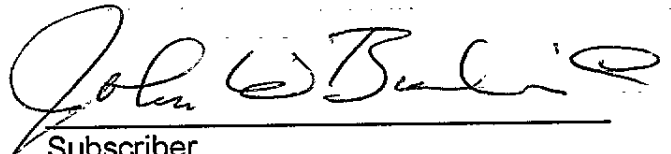
Article XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of June, 1999.



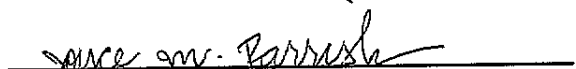
Subscriber

Name: John W. Burdin, III

STATE OF FLORIDA
COUNTY OF POLK

Before me, a Notary Public, authorized to take acknowledgments in the state and county set forth above personally appeared **JOHN W. BURDIN, III**, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, and he did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 21st day of June, 1999.


NOTARY PUBLIC -- State of Florida

Date Certification expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE 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:

C SYSTEMS INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at City of Lakeland, County of Polk, State of Florida, has named Peter R. Mayer, located at 4921 Southfork Drive, Suite 3, Lakeland, Florida 33813-2078, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 provision of said Act relative to keeping open said office.



PETER R. MAYER

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

1999 JUN 30 AM 11:41

FILED