

F9600000901

C T CORPORATION SYSTEM  
Incorporator's Name  
660 East Jefferson Street  
Address  
Tallahassee, Florida 32301  
City State Zip Phone  
904-222-1092  
CORPORATION(S) NAME

600001721576  
-02/22/96--01060--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

96 FEB 22 PM 12:52  
DIVISION OF STATE  
SECRETARY OF  
CORPORATIONS

RES Marketing Services, Inc.

- ☒ Profit  
☐ NonProfit  
☐ Limited Liability Company  
☒ Foreign  
☐ Amendment  
☐ Dissolution/Withdrawal  
☐ Annual Report  
☐ Reservation  
☐ Photo Copies  
☐ Call if Problem  
☐ Will Wait  
☐ Merger  
☐ Mark  
☐ Other  
☐ Change of N.A.  
☐ Fictitious Name  
☐ CUS/ 6/6  
☐ After 4:30  
☒ Pick Up

Name
Availability
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Examiner
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Acknowledgment
W.P. Verifier

2/22/96

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CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. RFS Marketing Services, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Oklahoma

(State or country under the law of which it is incorporated)

3. \_\_\_\_\_

(FEI number, if applicable)

4. February 2, 1996

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "Perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. P.O. Box 26647, Oklahoma City, Oklahoma 73126-0647

(Current mailing address)

8. Sales and distribution of prepaid phone cards.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

  
(Registered agent's signature) (Officer)

John J. Linnihan-Assst. Vice President  
(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Kevin Twomey  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of application)

14. KEVIN TWOMEY, VICE PRESIDENT  
(Typed or printed name and capacity of person signing application)

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RFS MARKETING SERVICES, INC.  
(An Oklahoma corporation)

Officers:

Harry L. Winn, Jr., President  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

Robert A. Anderson, Vice President  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

Francis J. Brewer, Vice President  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

Kevin J. Twomey, Vice President  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

Robert W. Smith, Vice President  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

David R. Almond, Vice President &  
Secretary  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

John M. Thompson, Vice President,  
Treasurer & Assistant Secretary  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

James M. Wallace, Assistant Secretary  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

Debra L. Kastner, Assistant Secretary  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

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Directors

David R. Almond  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

Kevin J. Twomey  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

Harry L. Winn, Jr.  
6301 Waterford Blvd.  
Oklahoma City, OK 73118

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OFFICE OF THE SECRETARY OF STATE



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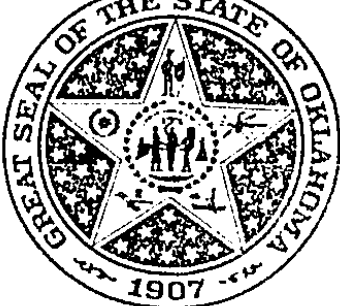
**CERTIFICATE OF GOOD STANDING  
(DOMESTIC CORPORATION)**

*I, THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am by the laws of said State the custodian of the records of the State of Oklahoma relating to the right of corporations to transact business in this State, and am the proper officer to execute this certificate.*

**I FURTHER CERTIFY** that RES MARKETING SERVICES, INC.

whose registered agent is: David R. Almond  
with its registered office at 6301 Waterford Boulevard, Oklahoma City, Oklahoma is a corporation duly organized and existing under and by virtue of the laws of the State of Oklahoma, and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.

**IN TESTIMONY WHEREOF**, I have hereunto set my hand and caused to be affixed the Great Seal of the State of Oklahoma.



Done at the City of Oklahoma City, this 16th day of  
February, 1996.

Sam Cole

Secretary of State

By: [Signature]