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701 ARCHITECTS BUILDING
117 SOUTH 17TH STREET, PHILADELPHIA, PA 19103-5090
TELEPHONE (215) 563-6131 • FAX (215) 563-9410

October 25, 1999

Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

RE: TELTIME, INC.

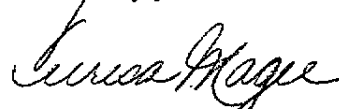
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*****78.75 *****78.75

Dear Sir or Madam:

Enclosed is duplicate Application for Certificate of Authority of the above company for filing with your office, together with Certificate of Good Standing and our \$78.75 check to cover filing fees.

Please send your usual acknowledgment and receipt to this office when the filing has been completed.

Cordially yours,



Teresa Magee
Secretary

99 NOV 15 AM 11:00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED
99 NOV 15 PM 3:02
M/mag
Enclosures
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399

224-1020

BK

11/15/99

MAIL-OUT

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO 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. TelTime, 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 natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 22-3622502
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/12/98 5. perpetual
(Date of Incorporation) (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 817.155, F.S.))
7. 10 Stow Road, Suite 200, Marlton, NJ 08053

(Current mailing address)
8. to provide telecommunication services
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Edwin F. Blanton, Esq.

Office Address: 825 Thomasville Road
Tallahassee, Florida, 32303
(Zip Code)

10. Registered agent's 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 obligations of my position as registered agent.


(Registered agent's signature)

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.

FILED
STATE
SECRETARY OF
CORPORATIONS
NOV 15 AM 11:00

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Lee R. Montellaro

Address: 10 Stow Road, Suite 200
Marlton, NJ 08053

Vice Chairman: Shelly Finkel

Address: Shelly Finkel Management, 60 E. 42nd St., Ste. 464
New York, NY 10165

Director: Randolph M. Cherkas

Address: 10 Stow Road, Suite 200
Marlton, NJ 08053

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Lee R. Montellaro

Address: 10 Stow Road, Suite 200
Marlton, NJ 08053

Vice President: _____

Address: _____

Secretary: David S. Tobin

Address: 7251 West Palmetto Park Road, Ste. 205
Boca Raton, FL 33433

Treasurer: Lee R. Montellaro

Address: 10 Stow Road, Suite 200
Marlton, NJ 08053

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

13. Lee R. Montellaro

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lee R. Montellaro, President

(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 15 AM 11:00

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELTIME, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TELTIME, INC." WAS INCORPORATED ON THE TWELFTH DAY OF NOVEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

2965751 8300

991450125

AUTHENTICATION: 0043076

DATE: 10-25-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 15 AM 11:00