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Florida Department of State
Division of Corporations
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To:
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Fax Number : (850) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
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00 MAR -3 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

TELESOURCE EQUITIES II, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
TELESOURCE EQUITIES II, INC.

I, the undersigned incorporator, for the purpose of forming a Corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of this corporation shall be:

TELESOURCE EQUITIES II, INC.

ARTICLE II
PURPOSE

This purpose of this corporation shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida and any other jurisdiction wherein it may conduct business.

ARTICLE III
STOCK

This number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Maximum Number of Shares:	600
Par Value Per Share:	\$1.00

The stock of the corporation shall be small business stock under Section 1244 of the Internal Revenue Code.

ARTICLE IV
INITIAL REGISTERED AGENT AND ADDRESS
AND PRINCIPAL OFFICE

The name and address of the initial registered agent is:

Kelley S. Roark, Esq.
1717 N. Bayshore Drive, Suite 102
Miami, FL 33132

Preparer: Kelley S. Roark, Esq.
1717 N. Bayshore Drive, Suite 102
Miami, FL 33132
(305) 891-0221
Florida Bar No. 925810

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**ARTICLE V
BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The name and street address of the initial director shall be:

Michael K. Roark
221 W. San Marino Drive
Miami Beach, Florida 33139

The directors and officers shall hold office until the first annual meeting of the shareholders or until their successors shall be duly elected or appointed and qualified.

**ARTICLE VI
OFFICERS**

The name, title and address of the officers of this corporation shall be:

President and Secretary	Michael K. Roark 221 W. San Marino Drive Miami Beach, FL 33139
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**ARTICLE VII
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation shall be:

Kelley S. Roark, Esq.
1717 N. Bayshore Drive, Suite 102
Miami, FL 33132

I, THE UNDERSIGNED, have executed these Articles of Incorporation this 3rd day of March, 2000.



KELLEY S. ROARK
Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


KELLEY S. ROARK

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TALLAHASSEE, FLORIDA

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