

P000000 79013

FLAT RATE LONG DISTANCE, INC.

1325 Coolmont Drive
Brandon, FL 33511

FILED
00 AUG 14 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 23, 2000

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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****122.50 *****78.75

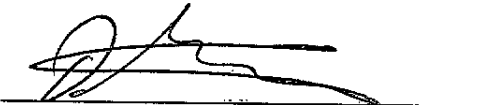
Gentlemen,

Please find enclosed the Articles of Incorporation for

FLAT RATE LONG DISTANCE, INC.

I have included the original and a copy of the Articles and a check in the amount of \$122.50 for the basic filing and a certified copy.

Sincerely yours,



K. G. GIBSON

AUG 2, 2 2000

ARTICLES OF INCORPORATION

OF

FLAT RATE LONG DISTANCE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, Hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be:

FLAT RATE LONG DISTANCE, Inc.

the principle place of business of this corporation shall be
1325 Coolmont Drive, Brandon, Fl 33511

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1325 Coolmont Drive, Brandon, Florida 33511, and the name of the initial registered agent at said address is Don Goldstein.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation may qualify as S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until their successor is elected or appointed are:

Don Goldstein	1325 Coolmont Drive
Dir/President	Brandon, FL 33511
Don Goldstein	1325 Coolmont Drive
Dir/VicePres/Sec	Brandon, FL 33511

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is as follows: Don Goldstein, 1325 Coolmont Drive, Brandon, Florida 33511.

CERTIFICATE OF REGISTERED AGENT

In Compliance with Section 48.091 and 607.034 of the Florida Statutes, the following is submitted:

The FLAT RATE LONG DISTANCE, INC. desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of Brandon, State of Florida, has Named DON GOLDSTEIN, 1325 Coolmont Drive, Brandon 33511, as its Registered Agent to accept service of process within the State of Florida.

February 23, 2000

By: 

DON GOLDSTEIN
Subscriber

Having been named to accept service of process for the above state corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

February 23, 2000

By: 

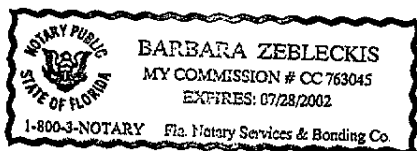
DON GOLDSTEIN
Registered Agent

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me, the undersigned authority, personally appeared Don Goldstein, who is to me known to be the person described in and who executed the foregoing Articles of Incorporation as Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have unto set my hand and seal at Tampa, in said County and State, This 23th day of February 2000.



Barbara
Notary Public
My Commission Expires

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 14 AM 8:50

FILED