

CORPORATION(S) NAME

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CR2E031 (R8-85)

# ARTICLES OF INCORPORATION OF COMPUTER & TELEPHONE CONSULTANTS, INC.

I, the undersigned, have executed the following document as incorporators of the above named corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

### **ARTICLE I - NAME**

The name of this corporation is COMPUTER & TELEPHONE CONSULTANTS, INC.

#### **ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing of the date of the filing of these Articles with the Department of State.

#### **ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all-lawful business.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 108 Madrid Street, Royal Palm Beach, FL 33411-1146, the mailing address of the corporation is: 108 Madrid Street, Royal Palm Beach, FL 33411-1146, and the name of the initial registered agent of this

corporation at the address of 11380 PROSPERITY FARMS ROAD, SUITE 216A, PALM BEACH GARDENS, FL 33410 is JOHN W. CARROLL.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses of the initial Board of Directors of this corporation are:

Name:

JAMES J. BERTINO, JR.

Title:

President

Address:

108 Madrid Street

Royal Palm Beach, FL 33411-1146

#### ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

Names:

JAMES J. BERTINO, JR.

Address:

108 Madrid Street

Royal Palm Beach, FL 33411-1146

#### **ARTICLE IX - INDEMNIFICATION**

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

## ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles 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 25 day of April, 2001.

JAMES J. BERTINO, JR., Subscriber

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT COMPUTER & TELEPHONE CONSULTANTS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 11380 PROSPERITY FARMS ROAD, STATE OF FLORIDA, HAS NAMED JOHN W. CARROLL, LOCATED AT 11380 PROSPERITY FARMS ROAD, SUITE 216A, PALM BEACH GARDENS, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

JAMES J. BERTINO, JR.

TITLE:

President

DATE:

April 25,2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE:

JOHN W CARROLL

REGISTERED AGENT

DATE:

April 25, 2001

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