

Division of Corporations

P02000020430

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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## To:

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## From: Angie Calabrese

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## FLORIDA PROFIT CORPORATION OR P.A.

VICTORY TELEPHONIC SYSTEMS, INC.

Certificate of Status	0
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FAX AUDIT No. H02000042189

**ARTICLES OF INCORPORATION  
OF  
VICTORY TELEPHONIC SYSTEMS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is Victory Telephonic Systems, Inc. (the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is Victory Telephonic Systems, Inc., 14 Isla Bahia Drive, Ft. Lauderdale, FL 33314.

**ARTICLE III  
CAPITAL STOCK**

The aggregate number of shares of capital stock that the Corporation is authorized to issue is one thousand (1,000) shares of common stock, par value \$0.01 per share.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is 350 East Las Olas Boulevard, Suite 1600, Fort Lauderdale, Florida 33301. The name of the Corporation's registered agent at that office is American Information Services, Inc.

**ARTICLE V  
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising any duties of an officer or director, and shall advance expenses on behalf of any such officer, director or other person, in each case, to the fullest extent now or hereafter permitted by law.

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FAX AUDIT No. H02000042189

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation on  
February 21, 2002.

  
Donn Beloff  
Sole Incorporator

Address: Akerman Senterfitt & Eidson, P.A.  
350 East Las Olas Blvd.  
Suite 1600  
Fort Lauderdale, FL 33301

FAX AUDIT NO. H02000042189

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **VICTORY TELEPHONIC SYSTEMS, INC.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate this 21st day of February, 2002.

American Information Services, Inc.

By: 

Angelica Calabrese, Assistant Secretary

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TALLAHASSEE, FLORIDA**