

P0200000462601

April 19, 2002

Florida Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

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-04/22/02--01090--020  
\*\*\*\*\*157.50 \*\*\*\*\*78.75

Subj: Incorporation of VOICEWERKS, INC.

Dear Sir:

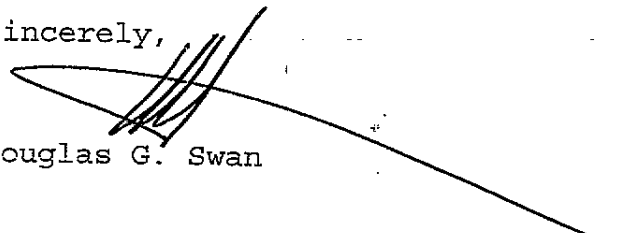
Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (321) 729-6399

Thank you for your assistance in this matter.

Sincerely,

  
Douglas G. Swan

2545  
W02-11946

2002 APR 22 PM 4:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Called and advised that we  
have VOICEWORKS, INC (P97-50363)

✓  
4/26/02

FILED

ARTICLES OF INCORPORATION  
OF  
VOICEWERKS, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this corporation is  
VOICEWERKS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

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 100 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 of the same kind, class or series  
as that which he already holds, shall have the right to  
purchase his pro rata share (as nearly as may be done without  
issuance of fractional shares) at the price at which it is  
offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 500 N. Harbor City Blvd., Suite B, Melbourne, FL 32940 and the name of the initial registered agent of this corporation at that address is DOUGLAS G. SWAN.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

DOUGLAS G. SWAN  
7817 Falling Leaf Place  
Melbourne FL 32940

CLINTON MUNTEAN  
1817 E. Concord St.  
Orlando FL 32803

JON TOWNLEY  
1351 Place Vendome  
Winter Park, FL 32789

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 500 N. Harbor City Blvd. Suite B, Melbourne, FL 32940, and the mailing address of the corporation is 500 N. Harbor City Blvd. Suite B, Melbourne FL 32940.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

DOUGLAS G. SWAN  
7817 Falling Leaf Place  
Melbourne, FL 32940

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 19th day of April, 2002.

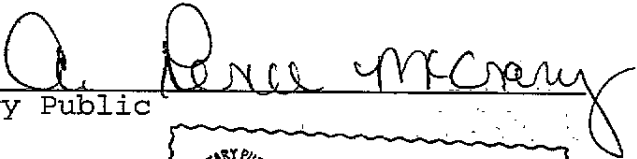
  
DOUGLAS G. SWAN

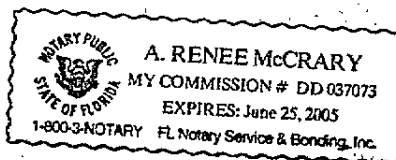
STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DOUGLAS G. SWAN to me known to be the person described as subscribers in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 19th day of April, 2002.

F402

  
Notary Public



FILED

DESIGNATION  
AS  
REGISTERED AGENT

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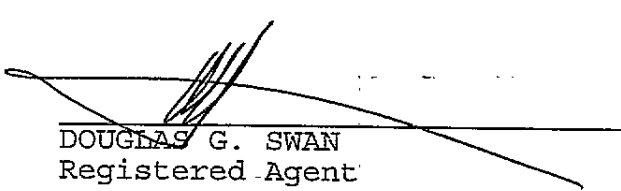
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

That VOICEWERKS, INC., desiring to organize under  
Statutes of the State of Florida, with its principal  
office at 500 N. Harbor City Blvd. Suite B, Melbourne, FL  
32940, has named DOUGLAS G. SWAN, located at 500 N. Harbor  
City Blvd. Suite B, Melbourne, Florida 32940, as its agent to  
accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above named Corporation, at the place designated in this  
certificate, the undersigned agrees to act in this capacity,  
and agrees to comply with the provisions of Florida law  
relative to keeping the designated office open.

  
DOUGLAS G. SWAN  
Registered Agent