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July 5, 2002

State of Florida
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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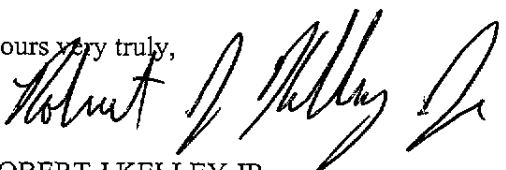
RE: Registration Fee - TELEPHONE SALES & SERVICE CO. INC.

Dear Sir:

Enclosed herewith you will find Articles of Incorporation for TELEPHONE SALES & SERVICE CO. INC., along with registration fee in the amount of \$70.00 submitted by check.

If there should be any questions, please contact the undersigned.

Yours very truly,


ROBERT J. KELLEY JR
4431 11TH AVE N
ST PETERSBURG, FL 33713

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



**ARTICLES OF INCORPORATION
OF
TELEPHONE SALES & SERVICE CO. INC.**

The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be:

TELEPHONE SALES & SERVICE CO. INC.

The principal place of business of this corporation shall be:

4431 11TH AVENUE N
ST PETERSBURG, FL 33713

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ARTICLE II - NATURE OF BUSINESS

The primary business of this corporation shall be for profit SALES & INSTALLATIONS.

ARTICLE III - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE IV - CAPITAL STOCK

Section 1 - Number of Shares

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is 10,000 shares of Common Stock, having a par value of \$1.00 per share.

Section 2 - Terms

Except as otherwise provided by written agreement of all shareholders, each shareholder shall be entitled at any special or general meeting of the shareholders to one vote for each share of common stock registered in his/her name on the books of the corporation as of the date ten (10) days before the date of such special or regular meeting of shareholders.

ARTICLE V - INCORPORATOR

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

ROBERT J. KELLEY JR
4431 11TH AVE N
ST PETERSBURG, FL 33713

ARTICLE VI - REGISTERED AGENT

The full name and address of the initial registered office and registered agent is:

ROBERT J. KELLEY JR
4431 11TH AVE N
ST PETERSBURG, FL 33713

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of JULY, 2002.


ROBERT J. KELLEY JR

STATE OF FLORIDA)
)SS
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged and sworn to before me this 2nd day of JULY, 2002, by ROBERT J. KELLEY JR, who is personally known to me, or who has produced DRIVERS LICENSE as identification. K40070633850



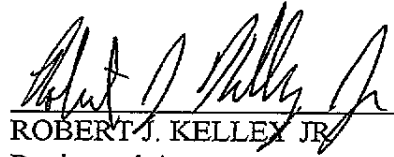
Dorothy M. McCloud
MY COMMISSION # CC860605 EXPIRES
August 3, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public, State of Florida

My Commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Article of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes, relative to posting names of persons authorized to accept service of process and keeping open said office for service of process. I am familiar with and accept the obligations provided for in Section 607.0505, Florida Statutes.


ROBERT J. KELLEY JR.
Registered Agent

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TALLAHASSEE FLORIDA