

Division of Corporations

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : COLGATE & SANTI, P.A.  
Account Number : I20020000134  
Phone : (941) 927-2996  
Fax Number : (941) 922-6569

FLORIDA PROFIT CORPORATION OR P.A.

TSI-INTERNET, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

***ARTICLES OF INCORPORATION  
OF  
TSI-INTERNET, INC.***

The undersigned, for the purpose of forming and organizing a corporation for profit under the provisions of the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is: TSI-INTERNET, INC.

**ARTICLE II - PURPOSE**

The purpose for which the corporation is organized is technology or any other lawful business activity.

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business/mailling address of the corporation shall be:

P. O. Box 1049  
Tallevast, FL 34270

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue 10,000 shares of common stock having no par value. Each share of common stock shall entitle the holder thereof to one vote on each matter considered at any stockholder's meeting. Said share shall be paid for in lawful money of the United States of America, or in property, labor or services rendered at a just valuation to be fixed by the Board of Directors and said share shall be deemed fully paid and nonassessable. The Corporation elects to have preemptive rights.

**ARTICLE V - DURATION**

This corporation shall have perpetual existence unless sooner dissolved according to law.

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## **ARTICLE VI - SHAREHOLDER VOTING REQUIREMENTS**

When a quorum exists at any meeting of the Shareholders, action on a matter, other than the election of Directors, is approved if the votes cast by the holders of not less than a majority of the shares represented at such meeting, and entitled to vote on the subject matter favor the action.

## **ARTICLE VII - DIRECTORS**

This corporation shall have an initial Board of Directors consisting of three directors, whose names and street addresses are as follows:

Kirk Kurlinski	7203 32 <sup>nd</sup> Avenue East	Bradenton, FL 34208
James R. George	1411 N.E. 22 <sup>nd</sup> Avenue	Ocala, FL 34470
Jerald H. Smith	2311 63 <sup>rd</sup> Avenue E, Suite D,	Bradenton, FL 34207

## **ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator of this corporation is as follows:

Kimberly A. Colgate  
7711 Holiday Drive  
Sarasota, FL 34231

## **ARTICLE IX - BYLAWS**

The original Bylaws of this corporation shall be made, prepared and adopted by a majority vote of the initial Board of Directors as named herein. Thereafter, the Board of Directors, and the shareholders, shall have authority to adopt, amend, change, repeal or enlarge Bylaws as provided in the Bylaws from time to time.

## **ARTICLE X - INDEMNIFICATION**

Subject to the laws of the State of Florida, this corporation shall indemnify and hold harmless its officers and directors of and from any suits, actions, or judgments either civil or criminal arising out of any act alleged to have been committed by such person in his capacity as an officer or director if such officer or director acted in good faith and in the reasonable belief that such action was in the best interest of the corporation and in the event of criminal allegations without reasonable ground for belief that such action was unlawful. The corporation shall pay all

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costs, legal expenses, and other charges that said officers and directors may incur in the defense of any claim, suit or action that may be instituted against said officers in their individual capacity. It is the express purpose and intent that the corporation show hold its officers and directors harmless for any action taken by them on its behalf to the full extent and limit permitted by law.

### ARTICLE XI - PRINCIPAL OFFICE AND REGISTERED AGENT

This corporation has named:

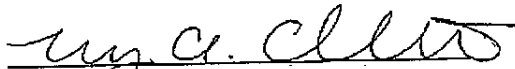
Kimberly A. Colgate

as its agent to accept service of process within the State. Her address is:

7711 Holiday Drive  
Sarasota, Florida 34231  
(941) 927-2996


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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator, Kimberly A. Colgate, has executed the foregoing Articles of Incorporation effective this 2<sup>nd</sup> day of October, 2002.

  
KIMBERLY A. COLGATE  
Incorporator  
TSI-INTERNET, INC.

IN WITNESS WHEREOF, the undersigned, Kimberly A. Colgate, has agreed to serve and accept service of process within the State.

Dated this 2<sup>nd</sup> day of October, 2002.

  
Kimberly A. Colgate  
Registered Agent  
TSI-INTERNET, INC.