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(Requestor's Name)

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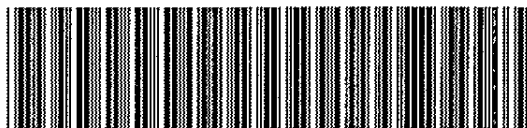
(Business Entity Name)

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SE  
TALLAHASSEE, FLORIDA

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**George E. Loomis**

**Attorney at Law**

811 North Spring Street  
Pensacola, Florida 32501

Vox: 850-444-9333  
Fax: 850-444-9469

November 21, 2002

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399  
850-487-6052

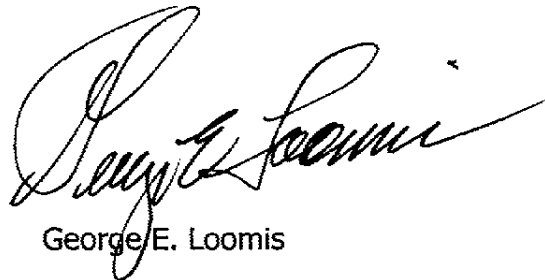
RE: LCI INTERNATIONAL, INC.

Dear Division of Corporations:

Enclosed is an original and two copies of Articles of Incorporation for the above captioned corporation. Also enclosed is my check in the amount of \$78.75. Please return the certificate of incorporation and file stamped articles to me at the above address.

Thank you for your attention to this matter.

Sincerely,



George E. Loomis

GEL/gel  
Enclosures

**Articles of Incorporation  
of  
*LCI International, Inc.***

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I.  
NAME**

The name of the corporation shall be: LCI International, Inc.

**ARTICLE II.  
DURATION**

The duration of the corporation shall be perpetual and its existence shall commence upon the filing of these Articles by the Florida Department of State.

**ARTICLE III.  
PURPOSE**

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

**ARTICLE IV.  
CAPITAL STOCK**

The corporation is authorized to issue TEN THOUSAND (10,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V.  
PRINCIPAL OFFICE AND MAILING ADDRESS  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The corporation's mailing address is 362 Gulf Breeze Parkway #104, Gulf Breeze, Florida 32561. The principal place of business and the street address of the initial registered office of the corporation is 362 Gulf Breeze Parkway #104, Gulf Breeze, Florida 32561, and the initial registered agent at such address is Shad Helmstetter.

**ARTICLE VI.  
INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) Director 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.

**ARTICLE VII.  
INCORPORATOR**

The name and address of the incorporator is:

Shad Helmstetter  
362 Gulf Breeze Parkway #104  
Gulf Breeze, Florida 32561

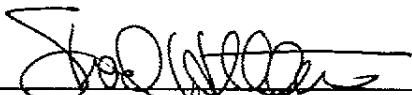
**ARTICLE VIII.  
BYLAWS**

The powers to adopt, alter, amend or repeal bylaws will be vested in the Board of Directors and the shareholders.

**ARTICLE IX.  
AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF** the undersigned incorporator has executed these Articles of Incorporation this 21st day of November, 2002.

  
SHAD HELMSTETTER

**Acceptance of Registered Agent  
for  
LCI International, Inc.**

Having been named to accept the service of process for the above stated corporation, at the place designated in the Articles of Incorporation, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of law relative to keeping open said office. I am familiar with and accept the obligations of my position as registered agent.

Dated this 21st day of November, 2002.

By:   
SHAD HELMSTETTER