

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32314
904-222-9171
904-222-0193 FAX

800-342-8086

CSC networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 544984 8374A

AUTHORIZATION :

Patricia P. Smith

COST LIMIT : \$ 70.00

ORDER DATE : February 17, 1995

000001409130

ORDER TIME : 10:21 AM

ORDER NO. : 544984

CUSTOMER NO: 8374A

CUSTOMER: Robin L. Goldston, Legal Asst
BERGER & DAVIS, P.A.

Suite 400
100 Northeast Third Avenue
Ft. Lauderdale, FL 33301

DOMESTIC FILING

P 95000013744

NAME: TELEMAGEMENT SERVICES OF
FLORIDA, INC.

☐ XXX ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ XXX PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

RECEIVED
95 FEB 17 PM 1:21
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
FILED
95 FEB 17 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

pm
2-17-95
cl

**ARTICLES OF INCORPORATION
OF
TELEMANAGEMENT SERVICES OF FLORIDA, INC.
A FLORIDA CORPORATION**

FILED
95 FEB 17 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is Telemanagement Services of Florida, Inc.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

4901 N.W. 17th Way, Sixth Floor
Fort Lauderdale, Florida 33309

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue One Hundred and Twenty Thousand (120,000) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 N.E. 3rd Avenue, Suite 400, Fort Lauderdale, Florida, 33301, and the name of the initial Registered Agent of the Corporation at that address is Leonard K. Samuels.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
THOMAS G. SCHULTE	22128 Woodset Way Boca Raton, FL 33428
LEE EDELSTEIN	984 N.W. 113th Way Coral Springs, FL 33071

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are as follows:

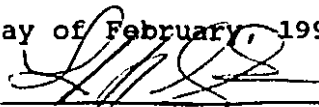
<u>Name</u>	<u>Address</u>
LEONARD K. SAMUELS	100 N.E. 3rd Ave., #400 Fort Lauderdale, FL 33301

ARTICLE IX

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of February, 1995.



LEONARD K. SAMUELS
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

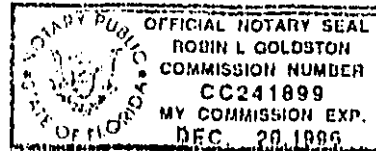
Sworn to and subscribed before me this 16th day of February, 1995, by **LEONARD K. SAMUELS**.

(X) Personally known to me; or

() Produced Identification; Type of Identification produced

NOTARY PUBLIC:

Sign: *Robin L. Goldston*
Print Name: Robin L. Goldston
Commission No.: CC 241899
My Commission Expires: 12/26/96



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of **TELEMANAGEMENT SERVICES OF FLORIDA, INC.**, as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of **TELEMANAGEMENT SERVICES OF FLORIDA, INC.**

Date: 2/16/95

LEONARD K. SAMUELS
LEONARD K. SAMUELS
Initial Registered Agent

FILED
95 FEB 17 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA