

P95000024695

March 22, 1995

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

RE: Calling Cards Plus, Inc.

Gentlemen:

Enclosed please find the original and two copies of the Articles of Incorporation, together with my check in the amount of \$122.50.

This check represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

If the name Calling Cards Plus, Inc. is unavailable, please incorporate under one of the following names if available. The names, listed in order of preference are:

- 1) Telecards Plus, Inc.
- 2) Telecard Consultants, Inc.

Also enclosed, for your use and expedited processing, please find a UPS 2nd Day Air return envelope addressed to me.

Very truly yours,

Dennis Camplase

Dennis J. Camplase, Incorporator
Calling Cards Plus, Inc.

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****122.50 ****122.50

Mailing Address of Corporation:

Calling Cards Plus, Inc.
12730 New Brittany Blvd.
Suite 400
Fort Myers, FL 33907
Tel. (813) 275-4881

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

of

Calling Cards Plus, Inc.

The undersigned subscriber (s) to these Articles of Incorporation, natural person (s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. - CORPORATE NAME

The name of the corporation is:

Calling Cards Plus, Inc.

ARTICLE II. - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III. - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) shares of One Dollar (s) (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent and the name of the Initial Registered Agent at the office is:

Dennis J. Camplese
12730 New Brittany Blvd., Suite 400
Fort Myers, Florida 33907

The principal office, if known, or the mailing address of the corporation is:

Calling Cards Plus, Inc.
12730 New Brittany Blvd., Suite 400
Fort Myers, Florida 33907

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Dennis J. Camplese
19173 Pine Run Lane
Fort Myers, FL 33912

ARTICLE VII - INCORPORATORS

The names and address of the incorporators signing these Articles of Incorporation are as follows:

Dennis J. Camplese
19173 Pine Run Lane
Fort Myers, FL 33912

IN WITNESS WHEREOF, the undersigned subscriber (s) have executed these Articles of Incorporation this 22nd day of March, 1995.

Dennis Camplese (Seal)
____ (Seal)
____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Calling Cards Plus, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

12730 New Brittany Blvd.
Suite 400
Fort Myers, Florida 33907

has named Dennis J. Camplase located at aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)

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