

1400 HAYS STREET
TALLAHASSEE, FL 32310
TEL: 222-0171
FAX: 222-0191

800-342-8086



P9500028322

ACCOUNT NO. : 072100000001

REFERENCE : 571506 80349A

AUTHORIZATION: *Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : April 3, 1995

ORDER TIME : 3:24 PM

ORDER NO. : 571506

1400 HAYS STREET

CUSTOMER NO: 80349A

CUSTOMER: Ms. Jennifer Lukas
WILLIAMS PARKER HARRISON
DIETZ & GETZEN
1550 Ringling Boulevard

Sarasota, FL 34236

DOMESTIC FILING

NAME: CALL-1-800 *U.S.A.* COMPANY, INC.

FILED
95 APR 10 AM 8 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN APR 11 1995

1095-7720



FLORIDA DEPARTMENT OF STATE
Sandra D. Morham
Secretary of State

April 4, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CALL-1-800 COMPANY, INC.
Ref. Number: W95000007220

We have received your document for CALL-1-800 COMPANY, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 895A00015185

**ARTICLES OF INCORPORATION
OF**

CALL-1-800 U.S.A., INC.

FILED
95 APR 10 AM 8 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Call-1-800 U.S.A., INC.

2. Purposes. The corporate purposes are to purchase, sell, lease or otherwise demise telephone systems, telephone channels and/or telephone numbers; to purchase, sell, lease, let, demise, and/or subdivide all real or personal property wheresoever situate; to make, purchase or sell materials for the construction of buildings; to erect buildings, to own, manage, operate, lease and sell buildings; to conduct and carry on the business of builders, developers, sub-dividers, subcontractors and contractors, for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of buildings and improvements to real property of any kind or nature whatsoever and in connection with the division, sub-division, and development of real property, including the location, laying out and construction of roads, avenues, docks, slips, sewers, bridges, wells, walls, seawalls, canals and water and sewer plants, and in general to do and perform all of the foregoing in connection with all classes of buildings, erections and works, both public and private, or integral parts thereof.

To conduct a general brokerage, agency and commission in the purchase, leasing, sale and the management of real estate and improvements for others and negotiation of loans thereon; to purchase and sell for others, personal property, both tangible and intangible, stocks, bonds and notes, to negotiate loans thereon for others; to act as Trustee in Deeds of Trust or Mortgages on real or personal property or any evidence of value to secure the same.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such Mortgages, transfers of corporate property, or other instruments as are necessary to secure the payment of corporate indebtedness.

To purchase the corporate assets of any other corporation, and engage in the same or other character of business.

To loan the monies of the corporation and to take back mortgages as security therefor on both real and personal property.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To act as nominee or agent for the purpose of land acquisition, development, sales and financing.

To act as a general partner in limited partnerships which will engage in activities contemplated by this Article and to perform all services necessary or desirable in connection therewith, and to act as nominee for the purpose of acquiring, financing and transferring real and personal property.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description including specifically airline and travel tickets and vouchers; except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, cemetery, professional engineering or surveying company, a building and loan association, mutual fire insurance, cooperative loan association, fraternal benefit society, state fair or exposition.

3. Principal Office. The principal office of the Corporation in the State of Florida is:

1055 South Tamiami Trail
Sarasota, Florida 34237

4. Mailing Address. The mailing address of the Corporation is:

1055 South Tamiami Trail
Sarasota, Florida 34237

5. Authorized Shares. The Corporation is authorized to issue 4,000 shares of common stock which shall consist of only one class, having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

6. Preemptive Rights. Every shareholder, upon the issuance for cash, property or services of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

7. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

8. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

John L. Moore
1550 Ringling Boulevard
Sarasota, Florida 34236

The Board of Directors may from time to time move the registered office to any other address in Florida. By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

9. Incorporator. The name and address of the incorporator of the Corporation is:

John L. Moore
1550 Ringling Boulevard
Sarasota, Florida 34236

10. Initial Capital. The amount of capital with which this corporation will begin business will not be less than \$500.00.

11. Financial. Any expenditure in excess of \$5,000 dollars made on behalf of Call-1-800 U.S.A., INC. by an individual stockholder or stockholders without prior receipt of approval from the Board of Directors of Call-1-800 U.S.A., INC. will not be honored by Call-1-800 U.S.A., INC. but must be paid in full by the stockholder or stockholders that created the unauthorized liability to Call-1-800 U.S.A., INC.

12. Voting. Stockholder approval may be requested for any action of the Board of Directors by any one director. In such event, an emergency meeting of the stockholders will be immediately called, as provided for in the bylaws, to consider the issue in question. Any action which could be taken at a meeting at the stockholders may be taken by consent of the stockholders in lieu of such meeting.

13. Term of Existence. This corporation is to exist perpetually.

14. Directors. This corporation shall have five (5) Directors initially. The number of Directors may be modified from time to time by Bylaws adopted by the stockholders.

15. Initial Directors. The names and street addresses of the first Board of Directors are:

| | |
|------------------|-------------------------------------------------------------------------------|
| Jerry D. Lewis | 1055 South Tamiami Trail Sarasota, Florida 34237 |
| William F. Bruce | 4332 Camino Madera Sarasota, Florida 34238 |
| Melvin C. Brewer | 3755 East 82nd Street Indianapolis, Indiana 46240 |
| Steven F. Herrig | Connell & Herrig Insurers, Inc. 4001 Swift Road Sarasota, Florida 34241 |
| Mark A. Miller | 3755 East 82nd Street Indianapolis, Indiana 46240 |

16. Amendment. These Articles of Incorporation may be amended by resolution adopted by the Board of Directors, proposed by them to the stockholders and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon.

17. Effective Date. The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Florida Department of State.

Dated this 23rd day of March 1995.



John L. Moore

Incorporator and Registered Agent