

TRANSMITTAL LETTER

995000035649

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

300001472813  
-05/03/95--01045--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Tel-America USA, Inc.  
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for  
\$ 78.75

FROM: Gloria S. McCall  
Name (Printed or typed)  
3900 Washington Rd, #1402  
Address  
West Palm Beach, FL 33405  
City, State & Zip  
407-833-1186  
Telephone

KJK

NOTE: Please provide the original and one copy of the articles.

FILED  
95 MAY -2 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



1995 3540  
FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 5, 1995

GLOHIA S. MCCALL  
3800 WASHINGTON RD. #1209  
WEST PALM BEACH, FL 33405

The name TEL-AMERICA USA, INC. has been reserved for 120 days beginning January 5, 1995. The reservation number is R95000000044 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Janice Love-Washington

Letter number: 095A00000484

**ARTICLES OF INCORPORATION  
FOR  
TEL-AMERICA USA, INC.**

*The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes, adopt(s) the following Articles of Incorporation.*

**ARTICLE I - Name**

The name of the corporation shall be:  
Tel-America USA, Inc.

**ARTICLE II - Principal place of business and mailing address**

The principal place of business and the mailing address of this corporation shall be:  
3800 Washington Road #1209, West Palm Beach, FL 33405

The resident agent in charge thereof is Gloria S. McCall, 3800 Washington Road, #1209, West Palm Beach, FL 33405

**ARTICLE III - Purpose(s)**

The specific purpose(s) for which the corporation is organized is (are):

To engage in any lawful act or activity for which the corporations may be organized under the general corporation law of Florida.

**ARTICLE IV - Capitalization**

The corporation shall have the authority to issue 10,000 shares of Common Stock, each share to have no par value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

**ARTICLE VI - Incorporators**

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is (are):

Gloria S. McCall, 3800 Washington Road, #1209, West Palm Beach, FL 33405

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 1 day of MAY, 1995.

Signature(s) of Incorporator(s)

G S McCall

Gloria S. McCall

Typed name of incorporator signing

Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

*Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office / registered agent, in the state of Florida.*

1. The name of the corporation is: Tel-America USA, Inc.

2. The name and address of the registered agent and office is:

Gloria S. McCall

(Name)

3800 W. Washington Road, #1209

(P.O. Box NOT Acceptable)

West Palm Beach, FL 33405

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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 registered agent.*

SIGNATURE: *G S McCall*

DATE: 5/1/95

REGISTERED AGENT FILING FEE: \$35.00

95 MAY -2 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA