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June 1, 1995

Corporate Records Bureau  
Division of Corporations Dept. of State  
409 E. Gaines Street  
Tallahassee, FL 32399

600001507546  
-06/07/95--01078--010  
\*\*\*122.50 \*\*\*122.50

RE: Incorporation of Telmar, Inc.

Dear Sir/Madam:

Enclosed please find the following:

- 1) Original and one (1) copy of the Articles of Incorporation of the above captioned corporation containing the Registered Agent Designation.
- 2) A check in the amount of \$122.50 made payable to your order, representing the following fees:

Filing Fee.....	\$35.00
Certificate Under Seal.....	\$52.50
Registered Agent Designation.....	\$35.00

Total Enclosed \$122.50

Please return copies of the Certificate Under Seal and clocked in Articles of Incorporation once registered. A return envelope is enclosed for your convenience.

Thank you in advance for your immediate attention to this matter, I remain,

Very truly yours,

  
Stuart M. Slutsky, Esq.

Enclosure



FILED  
95 JUN -6 AM 9:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
TELMAR, INC.

The undersigned incorporator(s), for the purposes of forming a Corporation under the Florida Business Corporations Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I: NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be TELMAR, INC. The principal address of the corporation will be 1321 Seagrave Circle, Fort Lauderdale, Florida 33326.

ARTICLE II: DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III: PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares at \$1.00 par value.

ARTICLE V: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation 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.

ARTICLE VI: REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

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JUN - 6 AM 9:11  
SECRETARY OF STATE  
TELMAR, INC.  
FORT LAUDERDALE, FLORIDA

corporation is 1321 Seagrape Circle, Fort Lauderdale, Florida 33326 and the name of the initial registered agent at that address is Maribel Rodriguez.

ARTICLE VII: INCORPORATORS

The name and address of each person signing these Articles is:

NAME	ADDRESS
Maribel Rodriguez	1321 Seagrape Circle Fort Lauderdale, Florida 33326


ARTICLE VIII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX: AMENDMENT

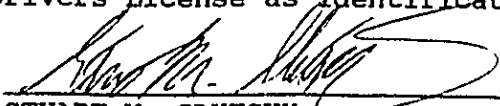
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

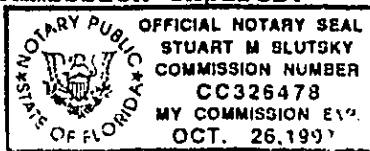
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 1<sup>st</sup> day of June 1995.

  
Maribel Rodriguez  
Subscriber

STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of June, 1995 by Maribel Rodriguez, who \_\_\_\_ is personally known to me or ✓ has produced a Florida Drivers License as identification.

  
STUART M. SLUTSKY  
NOTARY PUBLIC - State of Florida  
My commission expires:



Certificate Designating Place of Business or Domicile for the  
Service of Process Within This State, Naming Agent Upon Whom  
Process May be Served

In compliance with Section 48.091, Florida Statutes, the  
following is submitted:

That TELMAR, INC. desiring to organize under the laws of the  
State of Florida, with its principal office, as indicated in the  
Articles of Incorporation at 1321 Seagrape Circle, Fort Lauderdale,  
Florida 33326, has named Maribel Rodriguez located at 1321 Seagrape  
Circle, Fort Lauderdale, Broward County, Florida 33326, as its  
agent to accept service of process within this state.

ACKNOWLEDGEMENT:

I hereby certify that I am familiar with and accept the duties  
and responsibilities as registered agent for said corporation.

Registered Agent

By:

Maribel Rodriguez  
Maribel Rodriguez

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95 JUN -6 AM 9:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA