

# P95000059343

Thomas Smith

(Requirer's Name)

106 E College Ave. Suite 700

(Address)

Tallahassee FL 32301 222-6550

(City, State, Zip)

(Phone #)

FILED  
95 AUG -1 CH 3-27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

SECRETARY OF STATE  
-08/01/95 -01087- 007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Direct Telephone Services, Incorporated  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

ASAP

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Same people have  
#X95-3230*

D. BROWN 'AUG - 1 1995

Examiner's Initials

ARTICLES OF INCORPORATION  
DIRECT TELEPHONE SERVICES, INCORPORATED

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SECRET

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: DIRECT TELEPHONE SERVICES, INCORPORATED.

ARTICLE II PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be: 1239 East Newport Center Drive, Suite 105, Deerfield Beach, Florida 33442.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to issue and/or have outstanding at any one time is: 100 shares of common stock. There will be one class of common stock, each share having one vote. However, the stockholders of the corporation will have the power to increase the number of shares of common stock by majority vote of the stockholders at either the annual meeting or at a properly noticed special meeting in accordance with the provisions of the corporation's bylaws.

ARTICLE IV PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time. Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the issued common shares.

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance therefor, and whether issued for cash or other consideration; and

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock

of the Corporation, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

#### ARTICLE V SHARE TRANSFER RESTRICTIONS

Shares of the Corporation shall be issued in accordance with the terms of the Bylaws of the Corporation upon their adoption. Thereafter, shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms, and other provisions regarding this restriction will be specified in the Bylaws of the Corporation. These restrictions are intended to preserve exemptions under federal and state securities laws, to provide for orderly changes in ownership of shares, and to serve other reasonable purposes.

#### ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: George N. Meros, Jr., Rumberger, Kirk & Caldwell, P.A., 106 East College Avenue, Suite 700, Tallahassee, Florida 32301.

#### ARTICLE VII INCORPORATORS

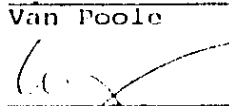
The names and street addresses of the incorporators to these Articles of Incorporation are:

Van Poole  
106 East College Avenue  
Suite 720  
Tallahassee, Florida 32301

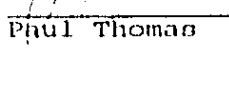
Will McKinley  
106 East College Avenue  
Suite 720  
Tallahassee, Florida 32301

Paul Thomas  
1239 East Newport Center Drive  
Suite 105  
Deerfield Beach, Florida 33442

The undersigned incorporators have executed these Articles of  
Incorporation this 25/6 day of July 1995.

  
\_\_\_\_\_  
Van Poole

  
\_\_\_\_\_  
Will McKinley

  
\_\_\_\_\_  
Phil Thomas

**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: Direct Telephone Services, Incorporated, 1239 East Newport Center Drive, Suite 105, Deerfield Beach, Florida 33442.
2. The name and address of the registered agent and office is: George N. Meros, Jr., Rumberger, Kirk & Caldwell, P.A., 106 East College Avenue, Suite 700, Tallahassee, Florida 32301.

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 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.

  
George N. Meros, Jr.

Date 7/26/95

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TALLAHASSEE  
FLORIDA