

P95000070306

JOSEPH D. FARDELLA
ACCOUNTANT
1711 N.W. 107th TERRACE
PLANTATION, FL 33322
Phone/FAX: (305) 424-0402

September 1, 1995

*****1580546
-09/08/95--01051--018
*****122.50 *****122.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

RE: TELECARD COMMUNICATIONS OF FLORIDA INC.

Dear Sir:

We are enclosing herewith original and one (1) copy of the Articles of Incorporation for TeleCard Communications of Florida Inc. together with our check in the amount of \$122.50 to cover the necessary fees and charges.

Your corporation in processing these Articles of Incorporation is very much appreciated.

We are also enclosing a stamped, self-addressed envelope for your convenience in returning the certified copy of the Articles of Incorporation.

Sincerely,

SEP 13 1995 BSB


Joseph D. Fardella

JDF/ad
Enc.

FILED
95 SEP -8 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TELECARD COMMUNICATIONS OF FLORIDA, INC.

FILED
95 SEP -8 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I • NAME

The name of this Corporation is TeleCard Communications of Florida, Inc. principal office and mailing address is 10242 N.W. 47th Street, Suite #18, Sunrise, Florida 33351.

ARTICLE II • DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III • PURPOSE

This Corporation is organized for the purpose of conducting any lawful business permitted in the State of Florida.

ARTICLE IV • CAPITAL STOCK

This Corporation is authorized to issue 500 shares of common stock with a par value of \$1.00, (one dollar) which shares will be designated as "Common Shares."

ARTICLE V • INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1711 N.W. 107th Terrace, Plantation, Florida 33322.

The name of the Initial Registered Agent of this Corporation is Joseph D. Fardella.

ARTICLE VI • INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) initial director. The number of directors may be increased from time to time by the By-laws, but shall never be fewer than one (1). The name and address of the initial director of this Corporation is:

Philip Rado
2690 South Bridge Road
Cooper City, Florida 33026

ARTICLE VII • INCORPORATOR

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

Philip Rado
2690 South Bridge Road
Cooper City, Florida 33026

ARTICLE VIII • RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial shareholders established may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this Corporation.

ARTICLE IX • BY-LAWS

The power to adopt, amend, alter, rescind or repeal the By-laws shall be vested in the Board of Directors and the shareholders.

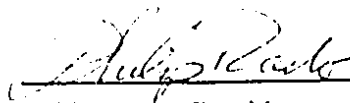
ARTICLE X • POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Corporation Act.

ARTICLE XI • INDEMNIFICATION

This Corporation reserves the right to amend, rescind or repeal any provisions contained in these Articles of Incorporation, any amendment thereof, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of September, 1995.

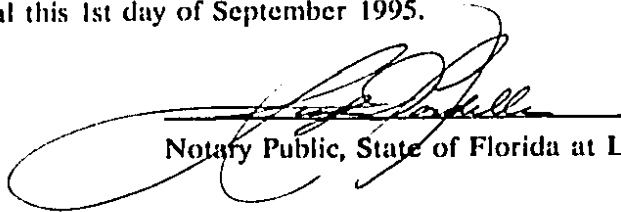


Philip Rado, President

STATE OF FLORIDA }
COUNTY OF BROWARD }

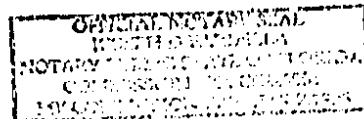
BEFORE ME, the undersigned authority, personally appeared Philip Rado to me well known and known to me to be the person described in the foregoing Articles of Incorporation of TeleCard Communications of Florida, Inc. and who acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 1st day of September 1995.



Notary Public, State of Florida at Large

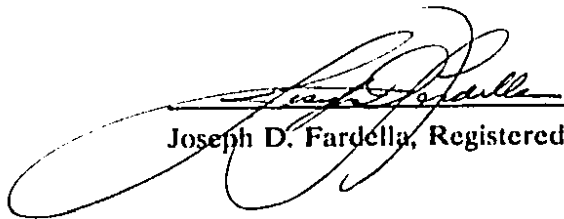
My commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in the capacity, to comply with the provisions of Florida Statutes, Section 48.091, and any amendment thereto, and to comply with the provisions of all other statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st day of September 1995.


Joseph D. Fardella, Registered Agent

FILED
95 SEP -8 AM 9:19
STATE
TALLAHASSEE, FLORIDA

P95000070306

JOSEPH D. FARDELLA
ACCOUNTANT
1711 N.W. 107th TERRACE
PLANTATION, FL. 33322
Phone/FAX: (305) 424-0402

October 23, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

500001623945
-10/31/95--01020--019
*****87.50 *****87.50

Re: Amendment to Articles of Incorporation
of Telecard Communications of Florida Inc.

Gentlemen:

Please find attached an amendment to the Articles of Incorporation for Telecard Communications of Florida Inc. The corporations has increased from one Director to Four as of 10-1-95.

We are also enclosing a check in the amount of \$87.50 to cover \$35.00 filing fee and \$52.50 for return of a cetified copy of the amendment. Also included is a self addressed envelop to return the certified copy so as to expidite this matter.

Thank you very much for your cooperation in this matter

Sincerely,


Joseph D. Fardella

Accountant for Telecard Communications of Florida Inc.

FILED
OCT 31 1995
TALLAHASSEE, FLORIDA
14 PM 4:26

Amend

11-16-95



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

FILED
1995 NOV 14 PM 4:20
TALLAHASSEE, FLORIDA

November 2, 1995

JOSEPH D. FARDELLA
1711 N.W. 107TH TERRACE
PLANTATION, FL 33322

SUBJECT: TELECARD COMMUNICATIONS OF FLORIDA, INC.
Ref. Number: P95000070306

We have received your document for TELECARD COMMUNICATIONS OF FLORIDA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 995A00049117

RECEIVED
95 NOV 14 PM 4:08
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
1995 MAY 16 PM 4:26
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

TELECARD COMMUNICATIONS OF FLORIDA INC.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE VI ——— BOARD OF DIRECTORS:

amend to: as follows:

David Hold
3900 Island Blvd.
Miami, Fl. 33160 Director- President

Philip Rado
2690 S. Bridge Road
Cooper City, Fl. 33026 Director- Vice President

Michael T. Sullivan
142 Home Street
Valley Stream, N.Y. 11580 Director-Secretary

Brian Kipnis
18 Inwood Drive
Milltown, N.J. 08850 Director- Treasurer

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: October 1, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____."
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 23 of October, 19 95.

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Philip Rado - Director

Typed or printed name

Vice President

Title