

P96000005495 No 32280

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

RE: CALL SERVICE
TEAM

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

- Capital Express™
- Art. of Inc. File
- Corp. Record Search
- Ltd. Partnership File
- Foreign Corp. File
- () Cert. Copy(s)
- Art. of Amend. File
- Dissolution/Withdrawal
- C U S
- Fictitious Name File
- Name Reservation
- Annual Report/Financial Statement
- Reg. Agent Service
- Document Filing
- Corporate Kit
- Vehicle Search
- Driving Record
- Document Retrieval
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- File No.'s, Copies
- Courier Service
- Shipping/Handling
- Phone ()
- Top Priority
- Express Mail Prep.
- FAX () pgs.

RECEIVED
96 JUN 18 AM 10:32
DIVISION OF CORPORATION

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY NC _____

WALK-IN Will Pick Up 1/18 12:00

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
CALL SERVICES TEAM, INC.**

FILED
96 JAN 10 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The name of this corporation is CALL SERVICES TEAM, INC.

ARTICLE 2 - DURATION

This corporation shall have perpetual existence.

ARTICLE 3 - PURPOSE

This corporation is organized for the following purposes:

1. To engage in every phase and aspect of the business of travel services.
2. To invest funds of this corporation in real estate, mortgages, stocks, bonds, or any other types of investment, and to own real and personal property necessary for the rendering of such professional services of the corporation.
3. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the corporation enumerated in these Articles of Incorporation or any amendment thereto, and to do any act necessary or incidental to the protection and benefit of the corporation; and in general, either alone or in association with other corporations, firms, individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the furtherance of such purposes or objectives of the corporation.
4. To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

ARTICLE 4 - POWERS

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

ARTICLE 5 - CAPITAL STOCK

A. This corporation is authorized to issue and have outstanding at any one time two thousand (2,000) shares of One Cent (\$0.01) par value common stock, which shall be designated "common shares."

B. Except as otherwise provided by law or in the bylaws of the corporation, the entire voting power for the election of directors shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE 6 - OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is 498 Palm Springs Drive, Suite #100, Altamonte Springs, FL 32701. The name and address of the initial registered agent and office of this corporation is Emery H. Rosenbluth, Jr., 111 N. Orange Avenue, Suite 900, Orlando, Florida 32801. The Board of Directors may from time to time move the principal registered office and agent to any other address in Florida.

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors to hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are:

Richard M. Sawin
537 One Center Boulevard
#310
Altamonte Springs, FL 32701

Edward Velasquez, Jr.
733 Swaying Palm Drive
Apopka, Florida 32712

Michael N. Kosmas
2700 N. Peninsula Avenue
#231
New Smyrna Beach, FL 32169

Stephen B. Bizar
1015 Quinwood Lane
Maitland, Florida 32751

ARTICLE 8 - INCORPORATOR

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

Robert H. Rigsby, Jr.
111 N. Orange Avenue, Suite 900
Orlando, Florida 32801

ARTICLE 9 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter or amend any bylaws adopted by the Board of Directors. The shareholders reserve the power to adopt bylaws and to prescribe in any bylaws that such bylaws shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE 10 - OFFICERS

The bylaws of the corporation shall provide for certain officers and the duties of all officers and prescribe the time and manner of their election. The initial officers of the corporation shall be:

Richard M. Sawin	President
Edward Velasquez, Jr.	Secretary

ARTICLE 11 - MEETINGS

Meetings of shareholders and directors, including the time, place and manner of calling such meetings, shall be fixed by the bylaws of the corporation.

ARTICLE 12 - ADDITIONAL CORPORATE POWERS

In furtherance hereof, and not in limitation of the general powers conferred by the laws of the State of Florida, and pursuant to the purposes and objectives hereinabove stated, this corporation shall have all and singular the following powers:

A. To enter into, or become a partner in any arrangement for sharing profits, union of interest, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

B. To purchase and acquire any or all of its shares owned and held by any shareholder who should desire to sell, transfer, or otherwise dispose of his or her shares, or any or all of its shares owned or held by a shareholder who dies; provided, however that the capital of the corporation shall not be impaired thereby.

C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a corporate health plan, (5) a group term life insurance plan, (6) any other retirement or incentive compensation plan.

ARTICLE 13 - AMENDMENT


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the Shareholders sign a written statement

manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE 14 - INDEMNIFICATION

The corporation, subject to the provisions of the bylaws of this corporation, shall have the right to indemnify any officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of January 1996.


Robert H. Rigsby, Jr., Incorporator

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 17th day of January 1996 by ROBERT H. RIGSBY, JR., who:

 is known to me personally; OR
 produced _____
as identification.

 KATHERINE C. WATKINS
COMMISSION # CC 306431
EXPIRES JUL 28, 1998
BONDED THRU
ATLANTIC BONDING CO., INC

Katherine C. Watkins
Notary Public
Print Name: KATHERINE C. WATKINS
Commission No. _____
My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

FILED

96 JAN 18 AM 11:50

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED
IN ARTICLE VII OF THESE ARTICLES OF INCORPORATION, 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.



Emery H. Rosenbluth, Jr.
Registered Agent