

# P96000053449

**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: Telephony Ventures

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service \_\_\_\_\_ Two Day Service \_\_\_\_\_

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

4/17/97
DOH
DOH
DOH
DOH
DOH
W.P. V. - 1/2

\*00789, 00547, 00672

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4-18-97		
TIME	8:30		
BY	DVL		CK No. _____

WALK-IN  
 Will Pick Up \_\_\_\_\_

	C.C. FEE.	DISBURSED
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 - 400002144554--5		
Fictitious Name File	-04/16/97--01016--011	
	*****87.50 *****87.50	
Name Reservation		
Annual Report/Reinstatement		
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.		
<b>SUBTOTALS</b> _____		

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

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, 10% per Annum.

**THANK YOU**  
 from  
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 16, 1997

Capital Connection, Inc.  
P.O. Box 10349  
Tallahassee, FL 32302

SUBJECT: TELEPHONY VENTURES, INC.  
Ref. Number: P96000053449

We have received your document for TELEPHONY VENTURES, 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 document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan  
Corporate Specialist

Letter Number: 897A00019257

*corrected*

ARTICLES OF DISSOLUTION  
(F.S. 607.1403)

FILED  
97 APR 17 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is TELEPHONY VENTURES, INC.
2. The Articles of Incorporation were filed on June 24, 1996.
3. Dissolution was authorized by written consent of all shareholders on March 27, 1997.
4. The number of votes cast by shareholders dissolution was sufficient for approval.

DATED this 9<sup>th</sup> day of April, 1997.

  
MARK BALENTINE, PRESIDENT

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, personally appeared MARK BALENTINE who acknowledged that he is the incorporator named in the Articles of Incorporation and that he acknowledges before me that he executed the foregoing Articles of Dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 10<sup>th</sup> day of April, 1997.

(SEAL)

  
NOTARY PUBLIC  
My Commission Expires:



SANDRA LANGE  
COMMISSION # CC 553550  
EXPIRES MAY 08, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

WRITTEN CONSENT OF THE SHAREHOLDERS  
IN LIEU OF SPECIAL MEETING OF THE SHAREHOLDERS  
TELEPHONY VENTURES, INC.

Pursuant to Section 607.0704 of the Florida General Corporation Act, the undersigned, being all the Shareholders of the above named corporation, hereby take the following actions by written consent in lieu of a Special Meeting of the Shareholders:


RESOLVED, that the corporation be liquidated in accordance with the provisions of Section 6043(a) of the Internal Revenue Code, and further


RESOLVED, that in accordance with such plan of liquidation, the officers, directors and the accountant for the corporation be and they hereby are authorized and directed to:

1. file Form 966 within 30 days after the date hereof with the District Director of Internal Revenue Service, together with a copy of this Consent,
2. transfer all of the assets of the corporation to the shareholders of the corporation,
3. distribute all the assets subject to any unpaid liabilities in reduction and cancellation of all the outstanding stock of the corporation,
4. file a Articles of Dissolution with the Secretary of State in Tallahassee, Florida,
5. file all other forms and documents required by the State of Florida and the Federal Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets, and
6. provide for the payment of any indebtedness owed by the corporation to any creditors or lienors, and

FURTHER RESOLVED, that all actions taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation, the possible sale or distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

DATED: March 27, 1997

  
\_\_\_\_\_  
MARK BALENTINE, as Shareholder and  
Director

  
\_\_\_\_\_  
DAVID DRAGON, as Shareholder and  
Director