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LAW OFFICE OF
JOSEPH H. CHUMBLEY
3862 CENTRAL AVENUE
ST. PETERSBURG, FL 33711

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July 11, 1996

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

300001894213
-07/16/96--01048--017
*****70.00 *****70.00

Re: "MEGA CALL CENTERS, INC."

Dear Gentlemen:

Enclosed please find two sets of Articles of Incorporation with regards to the above mentioned matter. Also enclosed is a check in the amount of \$70.00 for your services. Please return to our office one stamped copy of the same.

Thank you for your consideration in the above mentioned matter. If you have any questions, or if I may be of service to you, please do not hesitate to contact our office.

Sincerely,

Lisa Dahlstrom

Lisa Dahlstrom
Legal Assistant
enclosures

96 JUL 15 AM 9:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

637/17/96

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96 JUL 15 AM 9:50

ARTICLES OF INCORPORATION
OF
MEGA CALL CENTERS, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers, being natural persons, competent to contract for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF BUSINESS: The name of the proposed corporation shall be MEGA CALL CENTERS, INC.

ARTICLE II

NATURE OF BUSINESS: The general nature and purpose of business to be transacted, promoted and carried on by the corporation is telecommunications call centers and to engage in any activity or business now or hereafter authorized and permitted under the laws of the United States and the State of Florida to be done or exercised by corporations organized for profit.

ARTICLE III

INITIAL CAPITAL: The amount of capital with which this corporation shall begin business is One Thousand Dollars (\$1,000.00).

ARTICLE IV

CAPITAL STOCK: The total number of shares of stock which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, said stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

TERM OF EXISTENCE: This corporation shall have a perpetual term of existence, commencing upon receipt of these Articles by the Secretary of State.

ARTICLE VI

ADDRESS OF BUSINESS: The initial address of the principal office of the proposed corporation in the State of Florida shall be:

11100 66th Street North
Largo, FL 34641

ARTICLE VII

DIRECTORS: The number of Directors of this corporation shall be no more than five (5) and no less than one (1) Director. The names and addresses of the Directors who shall hold office for the first year of existence of the corporation or until a successor or successors are elected or appointed and who have qualified are:

Leo J. Corrigan, President.
411 77th Avenue North Apt 309
St. Petersburg, FL 33702

Edward H. Kohlschreiber, Secretary/Treasurer
900 Cove Cay Drive
Clearwater, FL 34620

Lisa Dahlstrom, Vice President
3862 Central Ave. Ste. A
St. Petersburg, FL 33711

ARTICLE VIII

SUBSCRIBER: The name and address of the Subscribers of this corporation are:

Leo J. Corrigan
411 77th Avenue North Apt 309
St. Petersburg, FL 33702

Edward H. Kohlschreiber
900 Cove Cay Drive
Clearwater, FL 34620

Lisa Dahlstrom
3862 Central Ave. Ste. A
St. Petersburg, FL 33711

ARTICLE IX

REGISTERED AGENT AND REGISTERED OFFICE: MEGA CALL CENTERS, INC. names and designates LEO J. CORRIGAN the Registered Agent and also establishes 11100 66th Street North, Largo, FL 34641 as its Registered Office within the State of Florida, pursuant to Section 607.164 Florida Statutes.

IN WITNESS WHEREOF, the undersigned subscribers to this instrument, Articles of Incorporation of MEGA CALL CENTERS, INC., do place their hands and seals this 10 day of July 1996, at St. Petersburg, Florida.
In the presence of:

John A. Huntley
WITNESS

Shirley A. Weller
WITNESS

Leo J. Corrigan
LEO J. CORRIGAN

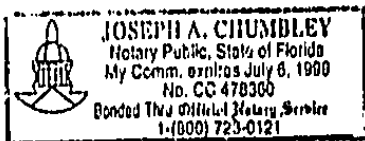
Joseph A. Chumbley
WITNESS
Edward H. Kohlshreiber
WITNESS
Joseph A. Chumbley
WITNESS
Edward H. Kohlshreiber
WITNESS

Edward H. Kohlshreiber
EDWARD KOHLSCHREIBER
Lisa Dahlstrom
LISA DAHLSTROM

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared LEO J. CORRIGAN, EDWARD H. KOHLSCHREIBER, and LISA DAHLSTROM personally known to me to be the persons described in and who executed the foregoing instrument as Subscribers to the foregoing Articles of Incorporation who, after being first duly sworn, acknowledges that they executed the same for the purposes set forth and that all information is true and correct to the best of their knowledge and belief.

WITNESS my hand and seal on this 10th day of July, 1996, at St. Petersburg, Florida.



Joseph A. Chumbley
NOTARY PUBLIC, State of Florida
My Commission expires:

ACCEPTANCE BY REGISTERED AGENT

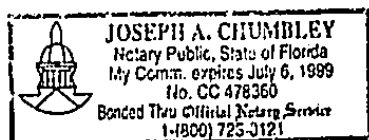
I, LEO CORRIGAN, 11100 66th Street North, Largo, FL 34641 do hereby accept appointment as Registered Agent of MEGA CALL CENTERS, INC., together with the duties and responsibilities attaching to such appointment.

Leo J. Corrigan
LEO J. CORRIGAN

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared LEO J. CORRIGAN to me well known and known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and seal this 10th day of July, 1996.



Joseph A. Chumbley
NOTARY PUBLIC, State of Florida
My commission expires:

FILED
96 JUL 15 9:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA