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Call Central  
5030 Chapman Blvd  
Suite 6003  
Boca Raton, FL 33496

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

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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

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97 JAN -9 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1-15-97  
TB

**ARTICLES OF INCORPORATION  
OF  
CALL CENTRAL, INCORPORATED**

**I  
NAME**

The name of the corporation is: Call Central Incorporated.

**II  
CAPITALIZATION**

**II  
CAPITALIZATION**

The corporation has authority to issue ten thousand (10,000) shares of capital stock, all at a par value of ten cents (\$.10) per share. One thousand shares shall be issued as follows: One Thousand shares to Brett Randall Kaye. Such shares have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

**III  
REGISTERED AGENT AND OFFICE**

The initial registered office of the corporation is 5346 Tennis Lane, Delray Beach, FL 33484. The initial registered agent of the corporation is Brett Randall Kaye.

**IV.  
INCORPORATORS**

The name and address of the incorporator is:

Brett Randall Kaye  
5346 Tennis Lane  
Delray Beach, FL 33484

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**V.**

**INITIAL PRINCIPAL OFFICE**

The mailing address of the initial principal office of the corporation is 5346 Tennis Lane, Delray Beach, FL 33484.

**VI**

**DIRECTORS**

The number of directors constituting the initial Board of Directors is four (2), and the names and addresses of such directors are as follows:

President/Treasurer:      Brett Randall Kaye  
   5346 Tennis Lane  
   Delray Beach, FL 33484

Vice President/Secretary:      Lisa A. Kaye  
   5346 Tennis Lane  
   Delray Beach, FL 33484

**VII**

**SHAREHOLDERS MEETING**

There shall be an annual meeting of all shareholders held on the 15th day of December of each year at the principle office of the corporation, if demand is made upon any officer or director by any shareholder that such a meeting be held.

**VIII**

**ELECTION OF OFFICERS**

The Shareholders shall, by majority vote, designate such officers as they deem necessary to perform all corporate functions and record the minutes of directors, officers and shareholders meetings. The Shareholders shall also designate the authority of each such corporate officer to act for the corporation.

**IX.****NON-UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS**

Any action which may be taken at a meeting of the shareholders may be taken without a meeting if written consent, setting forth the actions so taken, shall be signed by those shareholders entitled to vote with respect to the subject matter thereof having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted.

**X.****PREEMPTIVE RIGHTS**

The holders of shares shall be entitled as a matter of right to acquire proportional amounts of unissued or treasury shares, if any, of the corporation, or any securities convertible into or carrying a right to subscribe for or acquire any such shares, in accordance with the terms and conditions of the Model Business Corporation Code.

**XI.****FIRST RIGHT OF REFUSAL**

The Corporation, consisting of all non-transferring shareholders, shall have the Right of First Refusal to purchase all shares of the person desiring to transfer shares, at the price offered by the third party purchaser. Any share transfer occurring in breach of this section shall be invalid as to the transferor and transferee.

**XII.****COMPULSORY PURCHASE OF SHARES**

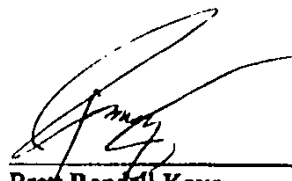
Upon the death of any shareholder, the Corporation may purchase the shares of the deceased shareholder. The executor or administrator of the estate of the deceased shareholder may require the corporation to purchase or cause to be purchased all of the decedent's shares or to be dissolved.

**XIII.****DISSOLUTION AND BUY-OUT**

In the event that a shareholder wishes to purchase the shares of any other shareholder or to dissolve the corporation, then the purchasing shareholder (hereinafter "Purchaser Shareholder") shall make a written demand to buy all the shares of the other shareholder for cash and setting forth the purchase price per share. The shareholder in receipt of such demand (hereinafter "Purchaser Shareholder") shall then have Ninety (90) days in which to either surrender his or her shares for the cash offered or to purchase all shares of the Purchaser Shareholder for cash at the same price per share as offered by the Purchaser Shareholder. In the event that Purchaser Shareholder fails to exercise his or her right to buy-out of Purchaser Shareholder within said Ninety (90) day period, then Purchaser Shareholder shall convey all of his or her shares to Purchaser Shareholder on or before the Ninetieth (90th) day from service of the written demand.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this

27<sup>th</sup> day of December, 1996.

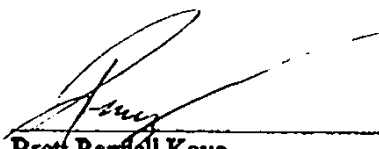
  
Bret Randall Kaye  
Incorporator

**CONSENT TO APPOINTMENT AS REGISTERED AGENT**

To: Secretary of State  
Corporations Division  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

I, BRETT RANDALL KAYE, do hereby consent to serve as registered agent for the corporation: Call Central, Inc.

This 27<sup>th</sup> day of December, 1996.

  
Brett Randall Kaye  
5346 Tennis Lane  
Delray Beach, FL 33484  
(407) 499-7522