

P970000017477

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8070

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

RE: Great Call, Inc.

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 \$ _____

FILED
 97 FEB 25 PM 12: 04
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
FEB 25 1997

| | | | |
|---------|---------|-----------|----------|
| REQUEST | TAKEN | CONFIRMED | APPROVED |
| DATE | 2-25-97 | | |
| TIME | 9:32 | | CK No. |
| BY | Dr | | |

WALK-IN
Will Pick Up _____

| | C.C. FEE. | DISBURSED |
|---|-----------|-----------|
| <input checked="" type="checkbox"/> Capital Express™ | | |
| <input checked="" type="checkbox"/> Art. of Inc. File | | |
| Corp. Record Search | | |
| Ltd. Partnership File | | |
| Foreign Corp. File | | |
| <input checked="" type="checkbox"/> Cert. Copy(s) | | |
| Art. of Amend. File | | |
| Dissolution/Withdrawal | | |
| C U S- | | |
| Fictitious Name File | | |
| 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. | | |

SUBTOTALS

| | |
|--------------------------------|----|
| 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, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

FOR

GREAT CALL, INC.

FILED

97 FEB 25 PM 12:04

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, desiring to form a corporation for the purpose hereinafter stated, pursuant to the laws of the State of Florida, hereby certifies as follows:

ARTICLE I

The name of the corporation shall be GREAT CALL, INC.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted, promoted, and carried on, are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The amount of the total authorized capital stock issued by the corporation is one thousand (1000) shares of common stock having a par value of \$1.00 per share. There shall be no preferred stock.

All or any part of said capital stock may be payable either in cash, property, labor, or services at a just valuation to be fixed by the Board of Directors, and the judgement of such directors as to the value shall, in the absence of fraud, be conclusive upon the stockholders and parties dealing with the corporation. The capital stock may be issued and paid for at such time or terms and conditions as the Directors may determine and the amount of the capital stock increased or decreased in the manner provided by law; provided, however, that the stock of the corporation shall be non-assessable.

ARTICLE IV

The provisions of S. 607.108, F.S., relating to affiliated transactions, shall be inapplicable to this corporation.

ARTICLE V

The term of existence of this corporation shall be perpetual.

ARTICLE VI

The initial street address of the principal office of the corporation in the State of Florida is 623 Executive Drive, Winter Park, Florida 32789.

ARTICLE VII

The number of Directors of this corporation shall not be less than one (1) nor more than five (5) as the same may be provided for by the by-laws of this corporation or amendments thereto. Until changed by the by-laws the number of Directors of this corporation shall be one.

ARTICLE VIII

The name and street address of the first Board of Directors, who shall hold office for the first year of existence of the corporation or until his successor is elected or appointed and qualified is:

JOHN W. CHALFANT
623 Executive Dr
Winter Park, FL 32789

ARTICLE IX

The name and street address of the subscriber to these Articles of Incorporation is:

JOHN W. CHALFANT
623 Executive Dr
Winter Park, FL 32789

ARTICLE X

The business of this corporation shall be conducted by its Board of Directors, the members of which shall be chosen at the annual meetings of the stockholders, and the following officers: a President, Vice President, Treasurer, and a Secretary, all of whom shall be chosen by the Board of Directors and shall hold their office until their successors are chosen and have qualified and who may or may not be directors. Any person may hold two or more offices.

ARTICLE XI

In pursuance of Chapter 48.091, Florida Statutes, John W. Chalfant, located at 623 Executive Drive, County of Orange, City of Winter Park, State of Florida has been named the corporation's agent to accept service of process within this state and by his signature below, does hereby accept the obligations of registered agent set forth in Section 48.091, Florida Statutes.

A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the directors of this corporation.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved by a majority of the stockholders entitled to vote therein.

IN WITNESS WHEREOF, the undersigned has made and subscribed this certificate this 21st day of February, 1997.



JOHN W. CHALEANT, Incorporator L.S.

I hereby accept designation as registered agent for the above said corporation.



JOHN W. CHALEANT, Registered Agent L.S.

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TALLAHASSEE, FLORIDA