

P97000020985

Date 2-5-97

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

Re Brainstorm Telecommunications Inc.  
(name of corporation)

800002109118--8  
-03/11/97--01008--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentleman:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the costs of Filing Fees and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

*Michelle Fairbrother*  
✓ Michelle Fairbrother  
(individual's name)

Brainstorm Telecommunications Inc.  
(name of corporation)

~~#97-4287~~

Dmc  
2-21-97

~~308,109,671~~

FILED  
97 MAR -7 AM 8:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 21, 1997

MICHELLE FAIRBROTHER  
4200 62ND AVE N  
SUITE 1  
PINELLAS PARK, FL 33781

SUBJECT: BRAINSTORM TELECOMMUNICATIONS INC.  
Ref. Number: W97000004287

We have received your document for BRAINSTORM TELECOMMUNICATIONS INC. and check(s) totaling \$70.00. However, your check(s) and document are being returned for the following:

Please sign and return your check, along with a copy of this letter to ensure your check is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 197A00009425

ARTICLES OF INCORPORATION

of

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Brainstorm Telecommunications Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

*ARTICLE I - CORPORATE NAME*

The name of the corporation is:

Brainstorm Telecommunications Inc.  
4200 62nd Ave. N. Suite I, Pinellas Park, FL 33781

*ARTICLE II - DURATION*

This corporation shall exist perpetually unless dissolved according to Florida law.

*ARTICLE III - PURPOSE*

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

*ARTICLE IV - CAPITAL STOCK*

The corporation is authorized to issue ONE THOUSAND shares ( 1000 ) of ONE  
Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares".

*ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT*

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>Michelle Fairbrother</u>		
ADDRESS	<u>11322 86th Ave.</u>		
CITY	<u>Seminole</u>	FLORIDA	ZIP <u>33772</u>

*ARTICLE VI - INITIAL BOARD OF DIRECTORS*

This corporation shall have Three ( 3 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Michelle Fairbrother</u>		
ADDRESS	<u>11322 86th Ave.</u>		
CITY	<u>Seminole</u>	STATE <u>FL</u>	ZIP <u>33772</u>
NAME	<u>Frances H. Trombath</u>		

# ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME	Frances H. Trembath		
ADDRESS	6030 Highland St. S.		
CITY	St. Pete	STATE	FLORIDA ZIP 33705
NAME	Michelle Fairbrother		
ADDRESS	11322 86th Ave.		
CITY	Seminole	STATE	FL ZIP 33772
NAME	Anthony Daigle		
ADDRESS	11322 86th Ave.		
CITY	Seminole	STATE	FL ZIP 33772

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14 day of February 19 97

✓ Michelle Fairbrother Pres. (Seal)  
 F616 352 701540  
 ✓ [Signature] V.P. (Seal)  
 P240 009 650460  
 ✓ Frances H. Trembath Sec. Treas.  
 T651 248 608760

STATE OF FLORIDA )  
 COUNTY OF Pinellas ) SS

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Michelle Fairbrother, Anthony Daigle, &  
Frances Trembath

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 14 day of February 19 97

NOTARIAL

Notary Public

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

FILED

97 MAR -7 AM 8:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

Brainstorm Telecommunications Inc.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.014, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida  
with its registered office as indicated in the Articles of Incorporation

at 11322 86th Ave.

Seminole, FL 33772

has named Michelle Fairbrother

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation  
at the place designated in this certificate, I hereby accept to act in this capacity,  
and agree to comply with the provisions of Florida Law in keeping open said  
office.

X Michelle Fairbrother, Pres.  
(registered agent)