

H97000028687

3/27/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:00 PM

((H9700005139 5))

TO: DIVISION OF CORPORATIONS FAX #: (904) 922-4001
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: JOHNNY C RODRIQUEZ
PHONE: (305) 672-0686 FAX #: (305) 672-9110

NAME: FIRST TELESERVICES CORP.
AUDIT NUMBER.....H9700005139
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 4
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$78.75

3/27/97

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED
97 MAR 31 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR 31 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/31/97

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
First TeleServices Corp.

RECEIVED DATE
3/27/97

Article II. Address

The mailing address of the Corporation is:
First TeleServices Corp.
910 Summerchase Drive
Duluth GA 30136

FILED
97 MAR 31 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Gary Walk
500 South Australian Avenue, 10th Floor
West Palm Beach FL 33401

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Larry Fortman

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Larry Fortman
910 Summerchase Drive
Duluth GA 30136
770-232-5080

H97000005139

H97000005139

Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Larry Fortman
910 Summerchase Drive
Duluth GA 30136

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective March 27, 1997

The undersigned incorporator executed these Articles of Incorporation on March 27, 1997

By:  _____
Larry Fortman

Larry Fortman
910 Summerchase Drive
Duluth GA 30136
770-232-6080

H97000005139

H97000005139

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

First TeleServices Corp.

REGISTERED AGENT/OFFICE:

Gary Walk
500 South Australian Avenue, 10th Floor
West Palm Beach FL 33401

FILED
97 MAR 31 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



GARY WALK
by B.R. Fons as attorney-in-fact

Date: 3/31/97

Larry Fortman
910 Summerchase Drive
Duluth GA 30136
770-232-5080

H97000005139