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ALBERT A. SANCHEZ, JR., P.A.

ATTORNEY AT LAW

BELLE HAVEN OFFICE BUILDING

1133 FOURTH STREET

SARASOTA, FLORIDA 34236

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POST OFFICE BOX 49495  
SARASOTA, FLORIDA 34230-9495

TELEPHONE (941) 952-9600  
FACSIMILE (941) 954-9028

April 23, 1997

Division of Corporations  
Attn: Charter Section  
PO Box 6327  
Tallahassee, FL 32314

300002157673--8  
-04/29/97--01022--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Madam or Sir:

Please file the enclosed fully executed Articles of Incorporation for a new corporation, **Touchtone Communications of S.W. Florida, Inc.** I have enclosed a check for \$70.00 to cover the filing fee.

Thank you for your assistance.

Very truly yours,

Albert A. Sanchez, Jr.

AASJR:dd

encl.

Dee Dankins GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Corp. Name  
DATE 5/1/97  
DOC. EXAM eg

97 APR 29 11:30  
STATE

eg 5/1/97

**ARTICLES OF INCORPORATION**

**OF**

**TOUCH TONE COMMUNICATIONS OF S.W. FLORIDA, INC.**

FILED  
CLERK OF STATE  
CORPORATIONS  
97 APR 22 11:30

I, **ANTHONY IEMOLO**, the undersigned, hereby form a corporation for profit under the general corporation laws of the State of Florida in accordance with the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be **TOUCH TONE COMMUNICATIONS OF S.W. FLORIDA, INC.** Its principal place of business shall be Sarasota, Florida, but the corporation shall have the power to transact business at such place or places as the Board of Directors may designate, and branch offices or places of business may be established in such places within or without the State of Florida as the Board of Directors from time to time may direct.

**ARTICLE II**

The principal nature of the business or businesses to be transacted or conducted by this corporation shall be to conduct a sales, service and installation of phone equipment business, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned; and otherwise any and all other acts permitted under Florida law.

**ARTICLE III**

The maximum number of shares of stock which this corporation shall be authorized to issue and have outstanding at any one time shall be limited to 1000 shares at \$1.00 par value.

The consideration for the issuance of said shares, or any part thereof, shall be money current of the United States of America, or property or services of value at least equivalent to the stock issued as fixed and determined by the Board of Directors of said corporation. Whenever any share or shares of stock are issued in consideration of payment to be made in property, or in services, the fair and just value of the property to be transferred, or the services performed, or rendered, or to be performed or rendered, as a consideration for the issuance of said stock shall be affixed by the Board of Directors of said corporation. Any and all shares of stock of this corporation which shall be issued for the consideration, or for not less than the consideration shall be cash, property, or services, shall be fully paid and nonassessable.

#### **ARTICLE IV**

The principal office of this corporation shall be and is located in Sarasota County, Florida. Said corporation, however, may establish branch offices in any other place or places and may change the place of the principal office as and when it is deemed advisable by its Board of Directors. The post office address of the principal office of this corporation is 1133 Fourth Street, Suite 203, Sarasota, Florida 34236.

#### **ARTICLE V**

This corporation shall have perpetual existence, or until dissolved according to law.

#### **ARTICLE VI**

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders.

#### **ARTICLE VII**

The name and post office addresses of the initial Board of Directors, who, subject to the

provisions of the Articles of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until its successors are elected and have qualified, is as follows:

NAME	ADDRESS
Anthony Iemolo	1133 Fourth Street, Suite 203, Sarasota, FL 34236
Giovanni Iemolo	1133 Fourth Street, Suite 203, Sarasota, FL 34236
Michael Iemolo	1133 Fourth Street, Suite 203, Sarasota, FL 34236

#### ARTICLE VIII

Meetings of the Board of Directors and meetings of the stockholders of the corporation may be held within or without the State of Florida.

#### ARTICLE IX

The subscribers of these Articles of Incorporation, and the post office addresses are as follows:

NAME	ADDRESS
Anthony Iemolo	1133 Fourth Street, Suite 203, Sarasota, FL 34236

#### ARTICLE X

The original By-Laws of this corporation shall be made, prepared and adopted by the Board of Directors of the corporation by a majority vote thereof. Thereafter said By-Laws may be amended by the Board of Directors by a majority vote of the Directors present at any regular of said Board, or at any special meeting called for such purposes by a majority vote of the Directors present.

**ARTICLE XI**

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 at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


**ARTICLE XII**

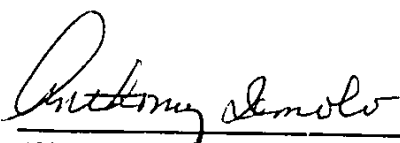
Albert A. Sanchez, Jr., 1133 Fourth Street, Sarasota, Florida 34236, is hereby designated as the Registered Agent for this corporation, to accept service of process within this State.

IN WITNESS WHEREOF, ANTHONY IEMOLO the undersigned, has hereunto subscribed his hand and affixed his seal to these Articles of Incorporation this 22<sup>nd</sup> day of April, 1997.

Signed, Sealed and Delivered

in the Presence of:

  
\_\_\_\_\_  
Giovanni Iemolo

  
\_\_\_\_\_  
ANTHONY IEMOLO (SEAL)

STATE OF FLORIDA )  
COUNTY OF SARASOTA )

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of April,  
1997 by **Anthony Iemolo**. He is personally known to me or provided W/A  
as identification and did or did not take an oath.

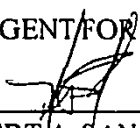
Demetrius J. Dawkins  
Printed Name: Demetrius J. Dawkins  
Notary Public

(SEAL)

My Commission Expires:  
DEMETRUS J. DAWKINS  
My Comm Exp. 4/24/2001  
Bonded By Service Ins  
No. CC627015  
 Personally Known  Other I.D.



HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR TOUCH TONE  
COMMUNICATIONS OF S.W. FLORIDA, INC., AT THE LOCATION DESIGNATED IN  
ARTICLE XII OF THE ATTACHED ARTICLES OF INCORPORATION, I HEREBY AGREE  
TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES AS REGISTERED AGENT FOR THE CORPORATION.

  
\_\_\_\_\_  
ALBERT A. SANCHEZ, JR.

Date: \_\_\_\_\_

4/22/97