

P970000044707

7318 Monterey Blvd.  
Tampa, FL 33625  
April 22, 1997

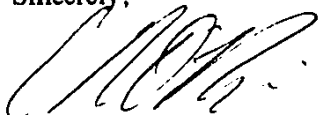
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

700002181697--3  
-05/16/97--01096--014  
\*\*\*\*122.50 \*\*\*\*122.50

I have enclosed two copies of the incorporation papers for TeleSolutions, Inc.  
Enclosed also is a check for \$122.50 for filing and returning a certified copy.

Thank you.

Sincerely,



William R. O'Brien

enclosures (3)

FILED  
97 MAY 16 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION  
OF  
TELESOLUTIONS, INC.

97 MAY 16 PM 2:27  
FILED  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607, Fla. Stat., the Florida Business Corporation Act, hereby states the following:

ARTICLE I - NAME

The name of the Corporation shall be TeleSolutions, Inc. The initial mailing address of the Corporation shall be 7318 Monterey Blvd., Tampa, FL 33625.

ARTICLE II - DURATION

The Corporation shall have perpetual existence beginning on the filing date of these Articles.

ARTICLE III - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 100 shares of common stock all of one class having a par value of \$1.00 per share.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1). Directors are

William R. O'Brien  
7318 Monterey Blvd.  
Tampa, FL 33625

Section 3. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the stockholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the stockholders may be altered, amended or repealed by the other group; provided, however, that any Bylaw adopted by the stockholders may provide that it shall be altered, amended, or repealed only by the stockholders.

ARTICLE VII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 7318 Monterey Blvd., Tampa, FL 33625.

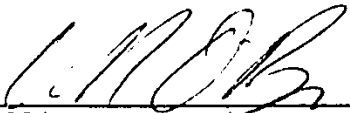
Section 2. The name of the initial registered agent of the Corporation located at said address shall be William R. O'Brien.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is

Name	Address
William R. O'Brien	7318 Monterey Blvd. Tampa, FL 33625

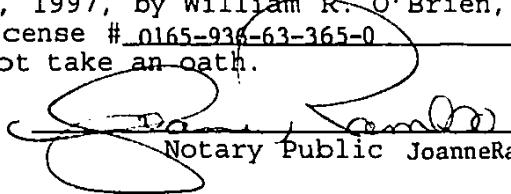
IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 14 day of ~~April~~ <sup>May</sup>, 1997.

  
\_\_\_\_\_  
William R. O'Brien

STATE OF FLORIDA

COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this the 14th day of March, 1997, by William R. O'Brien, who provided Florida driver's license # 0165-936-63-365-0 as identification and who did not take an oath.

  
Notary Public Joanne Rambo

(SEAL)

My commission expires: Sept. 28, 2000



Joanne Rambo  
My Commission CC584878  
Expires Sep. 28, 2000

ACCEPTANCE

I hereby accept to act as initial Registered Agent for TeleSolutions, Inc., as stated in these articles of Incorporation.

  
William R. O'Brien

FILED  
97 MAY 16 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA