

997000052658

LAW OFFICES  
RONALD W. MAXWELL, P.A.

4811 Atlantic Boulevard, Suite A

JACKSONVILLE, FLORIDA 32207-2129

TELEPHONE  
(904) 398-7672

June 11, 1997

FACSIMILE  
(904) 398-7718

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32301

000002211410--2  
-06/13/97--01046--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: FLORIDA HEADSET SUPPLY, INC.  
A Proposed Corporation

Dear Sir:

Enclosed herewith you will find an original of the proposed Articles of Incorporation for the above-referenced Corporation, which includes as Article VI thereof the required appointment of Registered Agent. My acceptance of the Corporation's Registered Agent Appointment is found on the signature page of the Articles. A copy of the Articles is enclosed and I would request that you stamp and return same after filing.

The Corporation was previously reserved, and a copy of the reservation is attached hereto.

You will also find enclosed herewith a check in the amount of \$70.00 made payable to the Department of State to cover incorporation expenses.

Thanking you for your assistance and attention to this matter and with best regards, I am

Sincerely,

LAW OFFICE OF RONALD W. MAXWELL, P. A.

*Ronald W. Maxwell*

RONALD W. MAXWELL

RWM/cr  
Enclosures as stated

JUN 12 1997

FILED  
97 JUN 13 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 27, 1997

JOHN ORAM  
ORAM DISTRIBUTORS, INC.  
202 CENTURY 21 DR.  
JACKSONVILLE, FL 32216

The name FLORIDA HEADSET SUPPLY, INCORPORATED has been reserved for 120 days beginning February 27, 1997. The reservation number is R97000000959 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 797A00010285

**ARTICLES OF INCORPORATION  
OF  
FLORIDA HEADSET SUPPLY, INC.**

**FILED**

97 JUN 13 PM 3:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Subscriber, a natural person competent to contract, desires to form a Corporation under the laws of the State of Florida, and hereby adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I. NAME**

The name of the Corporation is **FLORIDA HEADSET SUPPLY, INC.**, and the principal office and address is: 202 Century 21 Drive, Jacksonville, FL, 32216.

**ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation is to manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares, and merchandise and real property of every class and description, and to carry on and engage in every aspect of any business for profit, as fully and to the same extent as natural persons might or could do; but specifically excluding the conducting of business of a railroad, canal, telephone or telegraph. In addition to the foregoing, this Corporation shall have and may exercise all the powers now and hereafter conferred by the laws of the State of Florida and acts amendatory thereof and supplemental thereto upon Corporations formed under the laws of said State.

### **ARTICLE III. CAPITAL STOCK**

The total number of shares of stock which the Corporation shall have authority to issue is Five Thousand (5,000) all of one class, namely common stock, and the par value of each such share is One (\$1.00) Dollar amounting in the aggregate to Five Thousand (\$5,000.00) Dollars.

### **ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this Corporation shall commence business is Two Hundred Dollars (\$200.00).

### **ARTICLE V. TERM OF EXISTENCE**

The Corporation shall begin its existence on the date these Articles of Incorporation are subscribed and acknowledged, and the duration of the Corporation thereafter shall be perpetual, unless sooner terminated in accordance with law.

### **ARTICLE VI. REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 4811 Atlantic Boulevard, Suite #4, Jacksonville, Duval County, Florida, 32207-2129, and the name of its initial Resident Agent at such address is RONALD W. MAXWELL.

### **ARTICLE VII. DIRECTORS**

This Corporation shall have three (3) Directors, initially. The number of Directors may be changed from time to time by the By-laws, adopted by the Stockholders, but shall never be less than two (2).

## **ARTICLE VIII. INITIAL DIRECTORS**

The names and post office addresses of the initial Directors are as follows:

**JOHN H. ORAM**  
1224 Jamaica Court  
Jacksonville, FL 32216

**JOYCE A. ORAM**  
1224 Jamaica Court  
Jacksonville, FL 32216

**MELODY L. CASON**  
202 Century 21 Drive  
Jacksonville, FL 32216

## **ARTICLE IX. SUBSCRIBERS**

The name and post office address of the Subscriber to these Articles of Incorporation is as follows:

**RONALD W. MAXWELL, ESQUIRE**  
4811 Atlantic Boulevard, Suite #4  
Jacksonville, FL 32207-2129

## **ARTICLE X. PREEMPTIVE RIGHTS**

Each Stockholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof a pro rata portion of:

1. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

2. Any obligations that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares or its stock of any class or classes.

#### **ARTICLE XI. AMENDMENT**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or in any Amendment thereto in the manner now or hereafter prescribed by law, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the Subscriber hereinbefore named, for the purposes of forming a Corporation pursuant to Chapter 607, Florida Statutes, has signed and acknowledged the Articles of Incorporation at Jacksonville, Duval County, Florida this 10<sup>th</sup> day of June, A. D., 1997.

  
\_\_\_\_\_  
RONALD W. MAXWELL

#### **ACCEPTANCE OF RESIDENT AGENT**

I, RONALD W. MAXWELL, having been named to accept the service of process for FLORIDA HEADSET SUPPLY, INC., certify that I am a permanent resident of Duval County, Florida, and do hereby accept to

act in this capacity, and agree to comply with the laws of Florida relative to keeping said office open.

DATED at Jacksonville, Duval County, Florida, this 10<sup>th</sup> day of June, A. D., 1997.

Ronald W. Maxwell  
RONALD W. MAXWELL

FILED  
JUN 13 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, appeared **RONALD W. MAXWELL**, personally known to me to be the person described as Resident Agent in and who executed the foregoing Articles of Incorporation, and after having taken an oath, acknowledged before me that he executed same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval County, Florida, this 10<sup>th</sup> day of June, A. D., 1997.



Cheryl U. Richardson

**CHERYL U. RICHARDSON**

Notary Public, State of Florida at Large.  
My Commission Expires 3/13/2001

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, appeared **RONALD W. MAXWELL**, personally known to me to be the person described as the Subscriber in and who executed the foregoing Articles of Incorporation, and after having taken an oath, acknowledged before me that he executed same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval County, Florida, this 10<sup>th</sup> day of June, A. D., 1997.



Cheryl U. Richardson

**CHERYL U. RICHARDSON**

Notary Public, State of Florida at Large.  
My Commission Expires 3/13/2001