

P97000085574

TRANSMITTAL LETTER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -2 AM 10:36

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

SUBJECT: TOTAL COMMUNICATION SYSTEMS OF FL, INC.  
(Proposed corporate name - must include suffix)

200002309662--9  
-10/02/97--01029--006  
\*\*\*\*131.25 \*\*\*\*131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

SCOTT M. PERKINS

Name (Printed or typed)

8421 BAYMEADOWS WAY

Address

JACKSONVILLE, FL 32256

City, State & Zip

904/733-2300

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN OCT - 3 1997

**ARTICLES OF INCORPORATION**  
**OF**  
**TOTAL COMMUNICATION SYSTEMS OF FL, INC.**

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**FIRST:** The name of this corporation shall be TOTAL COMMUNICATION SYSTEMS OF FL, INC., whose principal place of business and mailing address shall be 8421 Baymeadows Way, Jacksonville, FL 32256

**SECOND:** The nature of the business and the objects and purposes proposed to be transacted, promoted or carried on are to do any or all the things herein mentioned, as fully and to the same extent as any natural person might be likely to do or could do, and in any part of the world, viz. this corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

This corporation will primarily be engaged in the following business activities:

1. The corporation will engage in the telecommunications industry, marketing long distance services, telephone equipment and other telecommunications activities;
2. The corporation's activities pertain to recruiting and managing marketing contractors and employees to promote its products;
3. Other corporate activities may include purchasing, leasing, funding, trading, bartering, advising or consulting for any lawful purpose, operating or assisting in operation of any commercial entity for profit, both for payment of monies or acquiring equity in lieu of payment, buying, selling, bartering, trading of private issue stock in unlisted concerns, or in any lawful endeavor;
4. To purchase, take, receive, barter, trade, lease or otherwise acquire, own, hold, improve, use or otherwise deal in or with, real or personal property, or any interest therein, wherever situated;

5. To lend money and use its credit to assist its employees;

6. To purchase, take, receive, acquire, own, barter, trade, hold, vote, use employ, sell, mortgage, lend, pledge or otherwise dispose of, or otherwise use or deal in or with shares of other interests in other domestic or foreign corporations;

7. To make or alter bylaws, not inconsistent with its articles of incorporation or with the laws of this State for the administration and regulation of the affairs of the corporation;

8. To have and exercise all powers necessary or convenient to effect its purposes.

**THIRD:** The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 (ONE THOUSAND) shares of common stock, voting, with no par value.

**FOURTH:** The duration of this corporation shall be until dissolved, *i.e.*, perpetual.

**FIFTH:** The name and mailing address of the incorporator to these Articles of Incorporation are:

NAME:

ADDRESS:

Scott M. Perkins

8421 Baymeadows Way, Jacksonville, FL 32256

**SIXTH:** The powers of the incorporator shall terminate upon the filing of these articles of incorporation by the Florida Department of State, and the name and mailing address of the person who is to serve as director until the first annual meeting of stockholders or until his successors are duly elected and qualified are as follows:

NAME:

ADDRESS:

Scott M. Perkins

8421 Baymeadows Way, Jacksonville, FL 32256

**SEVENTH:** A quorum is hereby established to be a SINGLE director, or assigned delegate, said assignment to be made in writing.

**EIGHTH:** The accounts and books of this corporation are to be held open for the inspection by any of the members of the board of directors, who shall request same in writing by certified mail at least 15 (fifteen) days in advance. Inspection will take place at the corporation's principal place of business.

**NINTH:** The board of directors shall hold an annual meeting during the first month of the fiscal year, which will begin on 1 (one) January each year. Any director may call a special board meeting upon serving notice to all other members in writing, via certified mail, at least fifteen (15) days in advance.

**TENTH:** The director(s), subsequent to having obtained a majority of stock ownership, shall have power to make, amend or create the By-Laws, obtain and use a corporate seal, establish the amount of reserve working capital and such other matters usually described as routine functions of this corporation including but not limited to establishing a line of credit, executing mortgages and liens without limit as to the amount upon the property, and franchise of the corporation.

**CERTIFICATE DESIGNATING**  
**REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of Florida Statutes Section 607.325, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **TOTAL COMMUNICATION SYSTEMS OF FL, INC.**
2. The name and Florida street address of the registered agent are:  
**KEVIN W. DORNAN, Esq.**, 8421 Baymeadows Way, Jacksonville, FL 32256.

  
\_\_\_\_\_  
Incorporator

Date: September 25, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
\_\_\_\_\_  
Registered Agent

Date: September 25, 1997