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98 MAY -8 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

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LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known)

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-05/08/98--01077--015

****245.00 ****122.50

1. TELMAR SYSTEMS, INC.

(Corporation Name)

(Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RE
98 MAY
DIVISION C

K. Rolfe MAY 08 1998

Examiner's Initials

ARTICLES OF INCORPORATION
OF

Telmar Systems, Inc.

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ARTICLE I - NAME

The name of the corporation Telmar Systems, Inc., located at 400 Jefferson Drive, Apt. 108, Deerfield Beach, Florida 33442.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock. The owners of all issued and not issued shares shall be:

25%	Armando Camejo 3977 S.W. 143 Place Miami, FL 33175
25%	Carlos Rodriguez 16445 collins Avenue, #1125 Maimi Beach, Florida 33160
25%	Lance Jahnke 400 Jefferson Drive, Apt 108 Deerfield Beach, Florida 33442
25%	Kevin Mayhew 6446 Leslie St. Palm Beach Gardens, Florida 33418

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is Lance Jahnke at 400 Jefferson Drive, Apt. 108, Deerfield Beach, Florida 33442.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than (2). The name and address of the initial Directors of this corporation is as follows:

Armando Camejo
President
3977 S.W. 143 Pl
Miami, FL 33175

Carlos Rodriugez
Vice-President
16445 Collins Avenue, #1125
Miami Bech, FL 33160

Lance Jahnke
Secretary
400 Jefferson Drive, Apt. 108,
Deerfield Beach, Florida 33442

Kevin Mayhew
Treasurer
6446 Leslie St.
Palm Beach Gardens, Florida 33418

ARTICLE VII - BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or the Board of Directors.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share

Elvia I. Fernandez
8040 S.W. 18 Terrace
Miami, FL 33155