

P98000104048

TRANSMITTAL LETTER

**Attn: Alan Crum
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399**

**400002705354--1
-12/07/98--01164--013
*****78.75 *****78.75**


SUBJECT: TELCO USA, INC (replaces NU-CORP, INC)

Dear Mr Crum:

As per our telephone conversation on December 9, 1998, here is an original and one copy of Articles of Incorporation for TELCO USA INC, which is to take the place of of the Articles which were filed and rejected for NU-CORP, INC (rejected due to name too similar in system.) I have not received the rejected Articles back yet, but my client wanted to proceed ASAP with the new name.

I spoke to Randal on December 11, 1998 and he checked the new name for me.. it appeared to be OK to use.

It is my understanding that you have kept the filing fee of \$ 78.75 which was sent with NU-CORP, INC. Would you kindly apply the filing fee to this corporation. Please call me if there is any problem on this one! Thank you for your help!


**PEG F ELMER, E.A.
5974-111TH PLACE N
PINELLAS PARK, FL 33782
PHONE 727-544-2211
FAX 727-545-0014**

**DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA**

98 DEC 15 AM 9:37

FILED

*ajc
12/15*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1998

PEG F. ELMER, E.A.
5974-111TH PL. N.
PINELLAS PARK, FL 33782

SUBJECT: NU-CORP, INC.
Ref. Number: W98000027509

We have received your document for NU-CORP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 898A00058097

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Acts, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **TELCO USA, INC**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**7021 Date Palm Avenue South
St Petersburg, FL 33707**

ARTICLE III - SHARES

The number of shares of stock this corporation is authorized to have outstanding at any one time is: **1,000 (one thousand)**

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Benjamin J Saunders
7021 Date Palm Avenue South
St Petersburg, FL 33707**

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TALLAHASSEE, FLORIDA

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ARTICLE V - OFFICERS AND DIRECTORS

The following are the initial officers and directors of the corporation:

Benjamin J Saunders, President, Secretary, Treasurer, and Director


Thomas C Roberge, C.P.A., V.P.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

**Benjamin J Saunders
7021 Date Palm Avenue South
St Petersburg, FL 33707**

The undersigned incorporator has executed these Article of Incorporation this ^{11th} 3rd day of December, 1998.



Signature of Incorporator

**CERTIFICATE OF DESIGNATION AS REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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: TELCO USA, INC.
2. The name and address of the registered agent and office is:

Benjamin J Saunders
7021 Date Palm Avenue South
St Petersburg, FL 33707

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.


Signature

12-3-98
Date

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TALLAHASSEE, FLORIDA

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