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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
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FLORIDA PROFIT CORPORATION OR P.A.

TELECOM MANAGEMENT SERVICES, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
TELECOM MANAGEMENT SERVICES, INC.**

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation and the principal place of business of the corporation shall be:

TELECOM MANAGEMENT SERVICES, INC.  
c/o Thomas Ruffin III, Esq.  
100 W. Cypress Creek Road, Suite 900  
Ft. Lauderdale, Florida 33309

**ARTICLE II**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

Prepared By:  
Thomas Ruffin III, Esquire  
Gutter, Josepher & Ruffin.  
100 W. Cypress Creek Road - Suite 900  
Ft. Lauderdale, Florida 33309  
(954) 938-4555  
Florida Bar No. 442119

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ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time shall be:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000	\$0.01	Common

ARTICLE V

The street address of the initial registered office of the corporation shall be c/o Thomas Ruffin III, Esq., 100 W. Cypress Creek Road, Suite 900, Ft. Lauderdale, Florida 33309, and the initial registered agent of the corporation at that address shall be THOMAS RUFFIN III.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be the number of persons whose names are set forth below. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and his successor shall have been elected and qualified, or until his earlier resignation, removal from office, or death, is:

<u>Name</u>	<u>Address</u>
Virginia C. Kelly	c/o Thomas Ruffin III, Esq. 100 W. Cypress Creek Road, Suite 900 Ft. Lauderdale, Florida 33309

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

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ARTICLE VII

The name and address of the incorporator of the corporation is:

Name

Address

Thomas Ruffin III

c/o Thomas Ruffin III, Esq.  
100 W. Cypress Creek Road, Suite 900  
Ft. Lauderdale, Florida 33309

EXECUTED at Ft. Lauderdale Florida on the 8<sup>th</sup> day of April, 1999.

Incorporator

BY: [Signature]

THOMAS RUFFIN III

STATE OF FLORIDA )

COUNTY OF Broward )

SS:

The foregoing instrument was acknowledged before me by THOMAS RUFFIN III, the Incorporator of TELECOM MANAGEMENT SERVICES, INC., who is personally known to me and who did take an oath on this 8<sup>th</sup> day of April, 1999.

Andrea H. Terr

Notary Public

Name of Notary: \_\_\_\_\_

Commission No.: \_\_\_\_\_

My Commission Expires:



Andrea H. Terr  
MY COMMISSION #CC704529 EXPIRES  
January 8, 2002  
BONDED THROUGH TROY FAIN INSURANCE, INC.

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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of TELECOM MANAGEMENT SERVICES, INC., the undersigned accepts such appointment, agrees to act in such capacity, and accepts the obligations imposed by Florida Statutes Section 607.0505.

Dated this 8th day of April, 1999.

By: 

THOMAS RUFFIN III, Registered Agent

agrTELECOM.COR  
04/08/99

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