

P99 0000 3234

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

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

1. TELE-CALL SERVICES, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

Walk in

Pick up time 2:00

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

700002833357--6

-04/08/99--01074--002

\*\*\*\*\*78.75 \*\*\*\*\*78.75

| 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/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

RECEIVED  
99 APR -8 AM 11:40  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS

FILED  
99 APR -8 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials

*[Handwritten Signature]*

**CERTIFICATE OF INCORPORATION  
OF  
TELE-CALL SERVICES, INC.**

**FILED**  
99 APR -8 PM 4: 17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*We the undersigned, hereby associate ourselves together for propose of beaming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.*

**ARTICLE I**

*The name of the corporation should be:*

**TELE-CALL SERVICES, INC.**

**ARTICLE II**

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

**ARTICLE III**

*The maximum number of shares which the corporation is authorize to issue and have outstanding at any time is 100 shares of common stock, which shares shall be of non per value. All stock is to be issued as fully paid and exempt from assessment.*

**ARTICLE IV**

*The pledge, sale transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholder which shall be on file in the office of the corporation.*

**ARTICLE V**

*The amount of capital with which it's corporation may begin doing business shall be not less than five hundred dollars (\$ 500.00)*

## **ARTICLE VI**

*The existence of the corporation is perpetual.*

## **ARTICLE VII**

*The initial post office address of the principal office of the corporation in the State of Florida is: 331 EAST FLAGLER ST. Miami, FL 33132 The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is: 331 EAS FLAGLER ST. Miami, FL 33132 The registered agent at the address is: DIEGO ZAPATA*

## **ARTICLE VIII**

*the business of the corporation shall be managed by a board of directors consisting of no less than one no more than five directors. A quorum for the holding of a meeting of the board of directors and for the transaction of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members there of; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the some force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.*

## **ARTICLE IX**

*The names and post office of the members of the first board of directors and the state of corporate officers are as follows:*

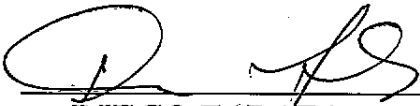
**DIEGO ZAPATA**  
**PRESIDENT**

**331 EAST FLAGLER ST. MIAMI, FL 33132**

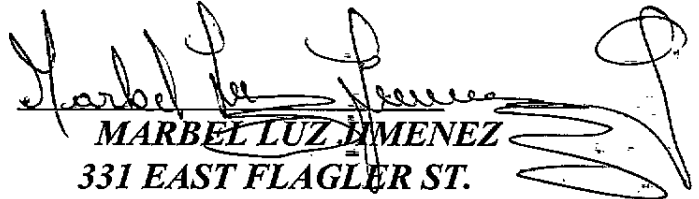
**MARBEL LUZ JIMENEZ** **331 EAST FLAGLER ST. MIAMI, FL 33132**  
**SECRETARY**

**ARTICLE X**

*The stock of the Corporation may be issued percentage to the provisions of section 1244 of the Internal Revenue Service the benefits provided thereunder. In witness whereof, we the incorporates hereunto set our hands and seal, this: fifteen day of April 1999*



**DIEGO ZAPATA**  
**331 EAST FLAGLER ST.**  
**MIAMI, FL 33132**



**MARBEL LUZ JIMENEZ**  
**331 EAST FLAGLER ST.**  
**MIAMI FL 33132**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED.**

*Percentage to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida. The name of the corporation is: **TELE-CALL SERVICES, INC.** designing to organize or qualify under the laws of the State of Florida, with it's principal place of business at city of Miami, State of Florida has named:*

**DIEGO ZAPATA** located at **331 EAST FLAGLER ST. MIAMI, FL 33132** agent 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.

  
\_\_\_\_\_  
**DIEGO ZAPATA**

**FILED**  
99 APR - 8 PM 4: 17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA