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Ron A. Howell  
Certified Public Accountant  
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Tampa, Florida 33617  
813/985-6500  
813/985-6060 Fax

June 7, 1999

Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed are the articles of incorporation for:

SAFETEL, INCORPORATED

along with a check for \$ 70.00 to cover the filing fees.

Please file these as soon as possible. If you have any questions, please call me. Thank you.

Sincerely,



Ron A. Howell  
Certified Public Accountant

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-06/09/99--01083--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED  
99 JUN -9 AM 11:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
6-7-99

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ARTICLES OF INCORPORATION

OF

SAFETEL, INCORPORATED

The undersigned does hereby adopt the following Articles of Incorporation:

Article I

The general nature and business purpose of the corporation is to provide telemarketing services to for profit businesses and nonprofit and charity groups or organizations and also to conduct any lawful business activity permitted by Florida law.

Article II

The name of this corporation shall be as follows:

SAFETEL, INCORPORATED

Article III

The effective date of incorporation shall be June 7, 1999.

Article IV

The principal place of business and the initial street address of the corporation shall be 19108 Mandarin Grove Place, Tampa, Florida 33647.

Article V

The mailing address of the corporation shall be 19108 Mandarin Grove Place, Tampa, Florida 33647.

Article VI

The incorporator of the corporation shall be as follows:

George P. Sucarichi  
19108 Mandarin Grove Place  
Tampa, Florida 33647

Article VII

The resident registered agent of the corporation shall be George P. Sucarichi and the initial resident registered office of the corporation shall be 19108 Mandarin Grove Place, Tampa, Florida 33647.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Article VIII  
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The corporation shall have perpetual existence.

Article IX  
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The business of the corporation shall be managed by the stockholders and there shall be no directors.

Article X  
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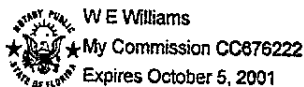
The corporation shall have a President, Vice President, Secretary and Treasurer. One individual may fill all positions.

Article XI  
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The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any one time is 5,000.

The undersigned incorporator hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida on this 4<sup>th</sup> day of June 1999.

George P. Sucarich  
George P. Sucarich, Incorporator



STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 4th day of June 1999, By George P. Sucarichi who personally produced a Florida Drivers license as identification and who did take oath.

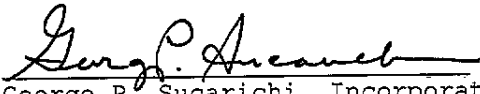
Notary Public:

W. E. Williams

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

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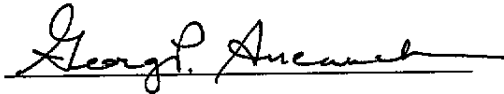
First that Safetel, Inc. qualifies under the laws of Florida with its principal place of business at 19108 Mandarin Grove Place, Tampa, Florida 33647 and names George P. Sucarichi, located at the same address, as its agent to accept service of process.



George P. Sucarichi, Incorporator and Resident Registered Agent

Date: 6/6/99

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the duties of such office.



George P. Sucarichi, Incorporator and Resident Registered Agent

Date: 6/6/99

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