

P99 000108821

Requester's Name

Address

Nancy R. Kissane

Telly Communications, Inc. one #

8902 N. Dale Mabry Highway, Suite 102

Tampa, FL 33614

Office Use Only

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

1. _____ (Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #)

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3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

- Walk in
- Pick up time
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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 FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

~~Handwritten scribbles~~

T BROWN DEC 16 1999
Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 15, 1999

NANCY R. KISSANE
TELLY COMMUNICATIONS, INC.
8902 N. DALE MABRY HIGHWAY, SUITE 102
TAMPA, FL 33614

SUBJECT: TELLY COMMUNICATIONS, INC.
Ref. Number: W99000028534

We have received your document for TELLY COMMUNICATIONS, INC. and your check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Number one on the Certificaton of Domestication should be the date of incorporation in the state of Georgia.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 799A00058785

TELLY Communications, Inc
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December 15, 1999

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

ATTENTION: Ms. Theresa Brown

Dear Theresa:

Thank you for your help this morning concerning our redomestication papers.

Attached are the revised copies of the information you indicated we needed to complete this transaction. If there is any other information you need, please do not hesitate to contact me at 813.931.9537.

Thank you.

Sincerely,


Nancy R. Kissane

Enclosures

CERTIFICATE OF DOMESTICATION

The undersigned, Nancy R. Kissane, Chairman / Secretary
(Name) (Title)

of Telly Communications, Inc. a foreign Corporation
(Corporation Name)

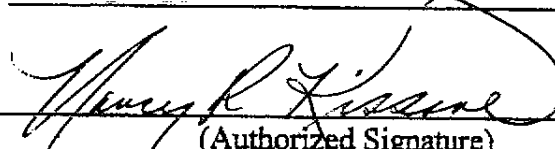
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TALLAHASSEE FLORIDA

in accordance with Florida Statutes, section 607.1801 does hereby certify:

- 1. The date on which corporation was first formed was April 14, 1999
- 2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was State of Georgia
- 3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Telly Communications, Inc.
- 4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is Telly Communications, Inc.
- 5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was
8902 N. Dale Mabry Highway, Suite 102 Tampa, FL 33614

I am Nancy R. Kissane, of Telly Communications, Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 15th day of December 1999


(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

Telly Communications, Inc.

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be Telly Communications, Inc.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000,000 shares of common stock par value \$0.01 per share and no preferred stock.

ARTICLE IV ADDRESS

The street address of the principal office of the corporation shall be: Telly Communications, Inc., Attn: Nancy R. Kissane, Chairman, 8902 North Dale Mabry Highway, Suite 102, Tampa, FL 33614.

ARTICLE V TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

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Telly Communications, Inc.

ARTICLE VII SELF DEALING

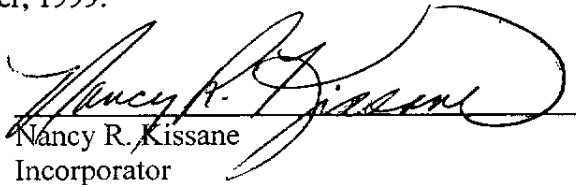
No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

The initial Board of Directors consist of: Nancy R. Kissane, Chairman/Secretary; James M. Kissane, Director/Treasurer; John Arthur; Director; and Norma Lazarus, Director.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is: Nancy R. Kissane, Chairman, Telly Communications, Inc., 8902 North Dale Mabry Highway, Suite 102, Tampa, FL 33614.

The Undersigned incorporator has executed these Articles of Incorporation this 25th day of October, 1999.


Nancy R. Kissane
Incorporator

Telly Communications, Inc.

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

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 Telly Communications, Inc.
2. The name and address of the registered agent and office is:

Mr. James M. Kissane, Vice-President
Telly Communications, Inc.
8902 North Dale Mabry Highway
Suite 102
Tampa, FL 33614

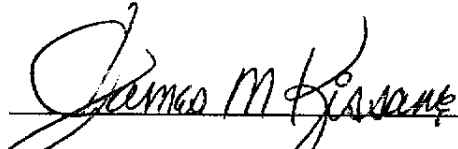
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TALLAHASSEE, FLORIDA

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

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 obligation of my position as registered agent.

Registered Agent:


James M. Kissane

October 25, 1999