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MICHAEL G. PARK, Esq.
1165 EAST ATLANTIC AVENUE, #B
DELRAY BEACH, FLORIDA 33483
(407) 274-6929

December 12, 1995

VIA FEDERAL EXPRESS

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

Re: Acme Voices, Inc.

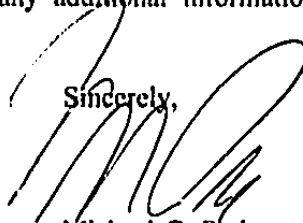
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Dear Sir or Madam:

Enclosed please find Articles of Incorporation, Acceptance of Registered Agent and my check in the amount of \$131.25 for the filing fees for the above referenced corporation. Please provide a Certificate of this filing as soon as possible.

If you have any questions or need any additional information in order to file this corporation, please contact me.

Sincerely,



Michael G. Park

Enclosure

7/18/96
JB

FILED
96 JUL 17 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ACME VOICES, INC.

FILED
JUN 17 1964
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the Corporation is ACME VOICES, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

Prepared by:
Michael Park, Esq.
1165 East Atlantic Avenue
Suite B
Delray Beach, Florida 33483
1-407-274-6929 (t)
Florida Bar No. 855870

**ARTICLE III
STREET AND MAILING ADDRESS**

The street and mailing address of the Corporation shall be:

1216 East Atlantic Avenue, Suite B
Delray Beach, Florida 33483

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock with \$0.01 par value per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1165 East Atlantic Avenue, Suite B, Delray Beach, Florida 33483. The name of the initial registered agent of the Corporation at that address is Michael G. Park.

ARTICLE VII

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

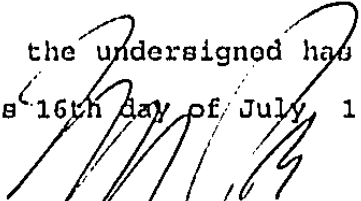
ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Michael G. Park	1165 East Atlantic Avenue Suite B Delray Beach FL 33483

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 16th day of July, 1996.

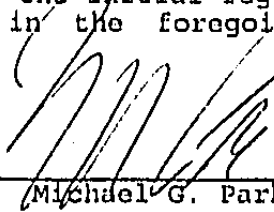


Michael G. Park

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Michael G. Park, am familiar with and accept the obligations of the appointment as the initial registered agent of ACME VOICES, INC., as made in the foregoing Articles of Incorporation.

DATED: July 16, 1996

By: 
Michael G. Park

RECEIVED
JUL 19 1996
TALLAHASSEE, FLORIDA