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DUNCAN ALDEN JONES, P.A.

ATTORNEY-AT-LAW

ADMITTED TO THE FLORIDA
BAR - 1982
FL Bar #350990

THE PLAZA SOUTH PROFESSIONAL CENTER
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March 31, 2000

GOVERNMENTAL AFFAIRS
TALLAHASSEE, FL
(561) 220-0043

Secretary of State, State of Florida
Division of Corporations
Post Office Box 6347
Tallahassee, FL 32314

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*****87.50 *****87.50

Ref: Initial Filing for Articles of Corporation for Advanced Broadband Communications.

Dear Sir:

Enclosed find the filing documents as the application for incorporation under the laws of the State of Florida for Worldwide Broadband Communications. Also find payment for \$87.50 identified as follows:

\$70.00	Cost of Incorporation
8.75	Cost of Certified Copy of Articles
8.75	Cost of Certificate of Status

The Certified Copy of Articles and Certificate of Status may be mailed to our office at the following address: DUNCAN ALDEN JONES, P.A., P. O. Box 861063, St. Augustine, FL 32086. Thank you.

Yours very sincerely,



Duncan A. Jones, Esquire
DUNCAN ALDEN JONES, P.A.

Enclosure:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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EFFECTIVE DATE

4/1/00

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ARTICLES OF INCORPORATION
OF

Advanced Broadband Communications, Inc.

ARTICLE I

Name

The name of the corporation is **Advanced Broadband Communications, Inc.**

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Principal Office and Mailing Address

The principal place of business of the corporation is at 4475 US Highway 1 South Suite 504 St. Augustine, Florida. The mailing address of the corporation is 271 Wisteria Road St. Augustine, Florida 32086.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is at 4475 US Highway 1 South Suite 504 St. Augustine, Florida 32086-7282. The name of the initial registered agent at that address is Duncan A. Jones, Esq.

ARTICLE V

Authorized Shares

The corporation is authorized to issue 1,000 shares of common stock having no par value.

ARTICLE VI

Officers and Directors

The initial board of directors shall consist of three members who are also the officers of the corporation. The names and addresses of the first board of directors and officers are:

Alan K. Kelso 271 Wisteria Rd. St. Augustine, Florida 32086

President, Treasurer

Charlynn R. Kelso 271 Wisteria Rd. St. Augustine, Florida 32086

Vice President

Aaron R. Kelso 271 Wisteria Rd. St. Augustine, Florida 32086

Secretary

ARTICLE VII

Incorporators

The names and addresses of the incorporators are:

Alan K. Kelso 271 Wisteria Rd. St. Augustine, Florida 32086

Charlynnne R. Kelso 271 Wisteria Rd. St. Augustine, Florida 32086


Aaron R. Kelso 271 Wisteria Rd. St. Augustine, Florida 32086

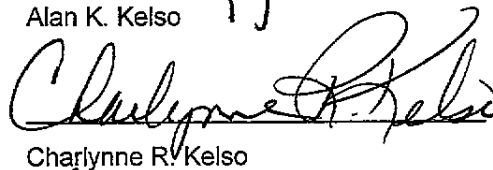
ARTICLE VIII

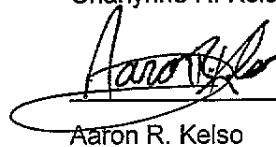
Commencement of Existence

The corporation's existence shall begin on April 1, 2000.

IN WITNESS WHEREOF, Alan K. Kelso, Charlynnne R. Kelso, and Aaron R. Kelso have
executed these articles of incorporation this 27th day of MARCH 2000.

 [signature]
Alan K. Kelso

 [signature]
Charlynnne R. Kelso

 [signature]
Aaron R. Kelso

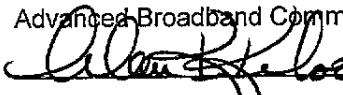
FLORIDA--Certificate of Designation of Registered Agent/Registered Office

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is Advanced Broadband Communications, Inc.
2. The address of the registered office is 4475 US Highway 1 South Suite 504 St. Augustine, Florida 32086, Florida.
3. The name of the registered agent at the registered office is Duncan A. Jones, Esq.

Dated: 3-27-2000

Advanced Broadband Communications, Inc.

 [signature]

Alan Kelso, President

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 3/27/2000

 [signature]

Duncan A. Jones, Esq.

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