



THE UNITED STATES  
CORPORATION  
COMPANY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 647892 7195120

AUTHORIZATION :

*Patricia Pigute*

COST LIMIT : \$ 70

ORDER DATE : April 3, 2000

ORDER TIME : 4:0 PM

ORDER NO. : 647892-005

800003203928--3

CUSTOMER NO: 7195120

CUSTOMER: Mr. William A. Andersen, Cpa  
ANDERSEN FINANCIAL SERVICES  
ANDERSEN FINANCIAL SERVICES  
Suite 7  
99198 Overseas Highway  
Key Largo, FL 33037-2437

DOMESTIC FILING

NAME: TELNET SYSTEMS OF HOMESTEAD  
FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

*PZ 4/11/00*

RECEIVED  
00 APR 11 PM 12:53  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

TELNET SYSTEMS OF HOMESTEAD FLORIDA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TELNET SYSTEMS OF HOMESTEAD FLORIDA, INC.

The address of the principal office of this corporation shall be 14 Country Club Road, North Key Largo, Florida 33037, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, 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 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 14 Country Club Road, North Key Largo, Florida 33037, and the name of the initial registered agent of the corporation at that address is Edward H. Ellis III.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

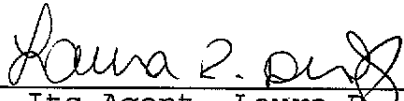
Edward H. Ellis, III	14 Country Club Road
Dir.	North Key Largo, Florida 33037

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to  
these Articles of Incorporation:

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805.

The undersigned incorporator has executed these  
Articles of Incorporation on April 10, 2000.

  
\_\_\_\_\_  
Its Agent, Laura R. Dunlap

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

Edward H. Ellis, III, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

TELNET SYSTEMS OF HOMESTEAL FLORIDA, INC.

Edward H. Ellis, III is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Edward H. Ellis, III

CRL