

Kevin T. Blaser
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PO00000040098

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

April 14, 2000

RE: iScream Communications, Inc.

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-04/17/00--01112--019
*****87.50 *****87.50


Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above referenced corporation and a check payable to Florida Department of State in the amount of \$87.50 for the filing fee, a certified copy and a Certificate of Status.

Also enclosed is a self-addressed, prepaid Federal Express envelope. Please return the requested materials to me in the enclosed envelope.

If you should have any questions, please contact the undersigned at 305-479-4998. Thank you for your assistance with this matter.

Sincerely,


Kevin T. Blaser

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
iScream Communications, Inc.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Business Corporation Act (the "**Act**"), as follows:

**I.
Name**

The name of the Corporation is iScream Communications, Inc.

**II.
Term of Existence**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

**III.
Principal Office**

The principal office and mailing address of the Corporation is 1100 Sorolla, Coral Gables, Florida 33134.

**IV.
Capital Stock**

The Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which will be designated Common Stock.

**V.
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 1100 Sorolla, Coral Gables, Florida 33134 and the name of its initial registered agent at such address is Kevin T. Blaser.

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VI.
Directors

The Corporation will have five (5) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least three (3) directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Kevin T. Blaser	9112 SW 215 th Terrace Miami, Florida 33189
Tamara A. Blaser	9112 SW 215 th Terrace Miami, Florida 33189
Barbara M. Quesep	1100 Sorolla Coral Gables, Florida 33134
Charles K Yaros	1100 Sorolla Coral Gables, Florida 33134
Ryan E. Shay	6795 SW 59 th Street Miami, Florida 33143

VII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Kevin T. Blaser	9112 SW 215 th Terrace Miami, Florida 33189

VIII.
Affiliated Transactions

Pursuant to Section 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions described in Section 607.0901 of the Act. Therefore, Section 607.0901 of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

IX.
Control Share Acquisitions

Pursuant to Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

X.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

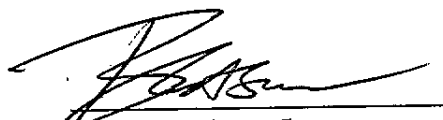
XI.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on April 14, 2000.



Kevin T. Blaser, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept my obligations as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: April 14, 2000.



Kevin T. Blaser

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