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PREFERRED BILLING SERVICE INC.

P.O. Box 3194

Seminole, Florida 33775-3194

(727) 395-9491

FILED
00 MAY -5 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 21, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

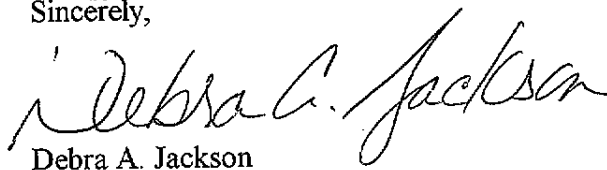
RE: Articles of Incorporation

Dear Secretary of State:

Enclosed please find the original and copy of the Articles of Incorporation of Preferred Billing Service along with check number #91 in the amount of \$78.75. Please file same and send me a certified copy in the self addressed stamped envelope provided.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Debra A. Jackson

Enclosures

F. CHESSEN

MAY 9 2000

ARTICLES OF INCORPORATION

OF

PREFERRED BILLING SERVICE INC.

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

PREFERRED BILLING SERVICE INC.

The address of the principal office of this corporation shall be 10756 Grove Terrace, Seminole, Florida 33772 and the mailing address of the corporation shall be P.O. Box 3194 Seminole, Florida 33775-3194.

ARTICLE II

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

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7500 shares of common stock having \$1.00 par value per share.

ARTICLE IV

The street address of the initial registered office of the corporation shall be 10756 Grove Terrace, Seminole, Florida 33772, and the name of the initial registered agent of the

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corporation at the address is Debra A. Jackson.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE V

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial directors of this corporation are:

Debra A. Jackson
10756 Grove Terrace
Seminole, Florida 33772

Pamela K. Bines
14285 Sunshine Court
Largo, Florida 33774

ARTICLE VII

The name and address of the incorporators of these Article of Incorporation:

Debra A. Jackson
10756 Grove Terrace
Seminole, Florida 33772

Pamela K. Bines
14285 Sunshine Court
Largo, Florida 33774

ARTICLE VIII

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Debra A. Jackson
10756 Grove Terrace
Seminole, Florida 33772
President/Secretary

Pamela K. Bines
14285 Sunshine Court
Largo, Florida 33774
Vice-President/Treasurer

ARTICLE IX

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite her name:

Debra A. Jackson	100 shares
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Pamela K. Bines	100 shares
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Shares shall be held by the initial shareholders listed above and may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XI

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided in the By-laws or by written consent pursuant to the applicable provisions of Chapter 607, Florida Statutes.

That this domestic corporation intends to issue section 1244 stock and intends to comply with all applicable rules and regulations relating to small business corporations as set forth in the Internal Revenue Code section 1244.

ARTICLE XII

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIII

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these

Articles of Incorporation this 19th day of April, 2000

Debra A. Jackson
Debra A. Jackson
Incorporator

Pamela K. Bines
Pamela K. Bines
Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing was acknowledged before me this 19 day of April, 2000, by DEBRA A. JACKSON, who is personally known to me or who has produced Florida Drivers License FLDL as identification and who did take an oath.

SWORN TO and subscribed before me this 19 day of April, 2000.

Angela Perkins
NOTARY PUBLIC, State of Florida

My Commission Expires:

STATE OF FLORIDA)
COUNTY OF PINELLAS)



Angela Perkins
MY COMMISSION # CC588499 EXPIRES
November 29, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

The foregoing was acknowledged before me this 19 day of April, 2000, by PAMELA K. BINES, who is personally known to me or who has produced Florida Drivers License personally known as identification and who did take an oath.

SWORN TO and subscribed before me this 19 day of April, 2000.

Angela Perkins
NOTARY PUBLIC, State of Florida

My Commission Expires:

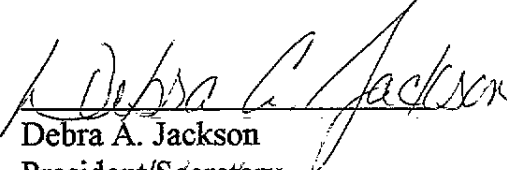


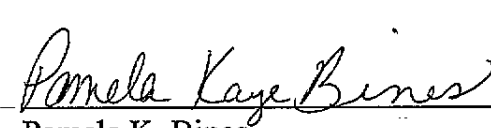
Angela Perkins
MY COMMISSION # CC588499 EXPIRES
November 29, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
NAMING AGENT UPON WHO PROCESS MAY BE SERVED**

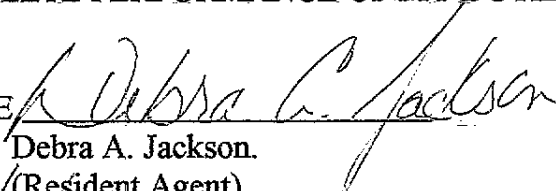
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE,
THE FOLLOWING IS SUBMITTED

That PREFERRED BILLING SERVICE, INC., desiring to organize or qualify under the laws of the State of Florida, within its principal place of business at the City of Seminole, Florida, has named Debra A. Jackson, located at 10756 Grove Terrace, Seminole, Florida 33772, as its agent to accept service of process within Florida.


Debra A. Jackson
President/Secretary
Dated 4/19/00


Pamela K. Bines
Vice-President/Treasurer
Dated 4-19-00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STYLED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE 
Debra A. Jackson.
(Resident Agent)
Dated 4/19/00

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00 MAY -5 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA