

CORPORATE
ACCESS,
INC.

236 E. 6th Avenue, Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.) American Communications Enterprises Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
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3.)
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SPECIAL INSTRUCTIONS

W-26747

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 8, 2000

CORPORATE ACCESS, INC.
236 E 6TH AVE
TALLAHASSEE, FL 32303

SUBJECT: AMERICAN COMMUNICATIONS ENTERPRISES, INC.
Ref. Number: W00000026747

*Corrected
11/8/00*

We have received your document for AMERICAN COMMUNICATIONS ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 200A00057888

RECEIVED
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
00 NOV -8 PM 4:40
TO SECRETARY OF STATE
FROM
SUPERVISOR OF FILINGS

Articles of Incorporation
of
American Communications Enterprises, Inc.

The undersigned incorporator forms a Corporation under the laws of the State of Florida and states as follows:

ARTICLE I

The name of the Corporation is: American Communications Enterprises, Inc.

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Corporation is:

355 Interstate Blvd.
Sarasota, Florida 34240

ARTICLE III
DURATION

The Corporation shall commence existence upon the filing of these Articles of Incorporation, and continue in existence perpetually thereafter.

ARTICLE IV
PURPOSE

The purpose for which this Corporation is organized is to invest in all forms of investment, including real and personal property, stocks and bonds, including, but not limited to, the acquisition of a business opportunity in any industry including industries such as manufacturing, finance, service, natural resources, high technology, product development, medical, communications, or any other industry, and to engage in all other lawful business.

ARTICLE V
CAPITAL STOCK

This Corporation is authorized to issue a maximum of 1,000,000 shares of a common stock class stock with \$0.001 par value per share.

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TALLAHASSEE FLORIDA

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

355 Interstate Blvd.
Sarasota, Florida 34240

The name of the initial registered agent of this Corporation at that address is:

Matthew A. Veal

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have two Directors initially. However, the number of Directors may be either increased or diminished from time to time in accordance with this Corporation's By-Laws, but there shall never be less than one Director. The name and addresses of the initial Directors of this Corporation are:

Carl Smith
355 Interstate Blvd.
Sarasota, Florida 34240

Matthew A. Veal
355 Interstate Blvd.
Sarasota, Florida 34240

ARTICLE VIII
INCORPORATOR

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

Matthew A. Veal
355 Interstate Blvd.
Sarasota, Florida 34240

ARTICLE IX
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of November, 2000.

Matthew A. Veal

Incorporator, I also accept Designation as
Registered Agent

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT
UPON WHOM PROCESS MAY BE SERVED.

Having been named to accept service of process for American Communications Enterprises, Inc. at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 6907.0505 of the Florida Statutes.

DATED: November 6, 2000

Matthew A. Veal
355 Interstate Blvd.
Sarasota, Florida 34240

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