DOOL

ACCOUNT NO. : _ 07210000032

REFERENCE: 206999 7127284

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: July 2, 2001

ORDER TIME : 12:31 PM

ORDER NO. : 206999-005

CUSTOMER NO: 7127284

CUSTOMER: Bruce Stutsman, Esq

Stutsman & Thames, P.a.

Suite 600

121 West Forsyth Street Jacksonville, FL 32202

FIRST SOURCE COMMUNICATIONS, NAME:

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

900004456129--5 -07/02/01--01063--003 *****78.75 *****78.75

ARTICLES OF INCORPORATION

OF

2001 JUL -2 PM 2:30

SECRETARY OF STATE TALLAHASSEE FLORIDA

FIRST SOURCE COMMUNICATIONS, INC.

ARTICLE I-NAME

The name of this Corporation is First Source Communications, Inc.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 14705 S.W. 36th Terrace, Miami, Florida 33185, and the mailing address of this Corporation shall be the same.

ARTICLE III-SHARES

This Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, all of which shall be of the par value of One Cent (\$.01) per share.

ARTICLE IV-INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of this Corporation is 121 West Forsyth Street, Suite 600, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is Stutsman & Thames, P.A.

ARTICLE V-INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Bruce E. Stutsman, c/o Stutsman & Thames, P.A., 121 West Forsyth Street, Suite 600, Jacksonville, Florida 32202.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of this Corporation's Board of Directors are as follows:

Ms. Gloria Ortiz 9141 S.W. 122 Avenue, #204 Miami, Florida 33186

Mr. James W. Goldsmith 291 Plantation Center Driver, #2605 Macon, Georgia 31201

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of June, 2001.

BRUCE E. STUTSMAN

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 29th day of June, 2001, by Bruce E. Stutsman, who is (check one) ____ personally known to me or ____ has produced _____ (as identification) and did not take an oath.

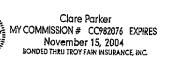
Print Name: Clare Parker

Notary Public

State and County aforementioned

My commission expires: Nov. 15, 2004

Commission No. CC982076



CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That First Source Communications, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Miami, State of Florida, has named Stutsman & Thames, P.A., whose street address is 121 West Forsyth Street, Suite 600, Jacksonville, Florida 32202, as its agent to accept service of process within Florida.

Bruce E. Stutsman, Incorporator

Date: 6 29 B

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and is familiar with and accepts the obligations of the position as registered agent.

STUTSMAX & THAMES, P.A

By:

Bruce E. Stutsman, CEO

Date: 6 29 b

2001 JUL -2 PM 2: 30
SECRETARY OF STATE