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FILED

July 2, 2002

02 JUL -8 AM 9:03

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600006202726-7
-07/03/02-01051-006
*****78.75 *****78.75

RE: InterCast, Inc.

Dear Division Personnel:

Enclosed please find an original and one copy of the Articles of Incorporation and a check in the amount of \$78.75 for filing fee and a certified copy of the Articles of Incorporation.

Please send the certified copy to the following address:

Samuel S. Duffey
416 Burns Court
Sarasota, FL 34236

If you have any questions regarding this filing, please call at (941) 954-4536. Thank you.

Best Regards,


Samuel S. Duffey, President

SSD/nal
Enclosures

Nikkie Long R. Jr. GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article I
DATE 7/8/02
LOG FROM Vse

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
InterCast, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

InterCast, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and/or mailing address is:

416 Burns Court
Sarasota, Florida 34236

ARTICLE III PURPOSE

This corporation is being organized as a business development company and to conduct such other activities as may be legal and appropriate.

ARTICLE IV SHARES

The number of shares of capital stock authorized is 21,000,000 shares at \$.001 par value per share consisting of 20,000,000 shares of Common Stock and 1,000,000 shares of Preferred Stock. The Board of Directors is authorized to provide for the issuance of such shares of Preferred Stock in Class or Series by filing an Amendment to the Articles of Incorporation with the Florida Secretary of State establishing the number of shares to be included in each Class or Series and the preferences, limitations and relative rights of each such Class or Series.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent is:

Samuel S. Duffey
416 Burns Court
Sarasota, Florida 34236

ARTICLE VI INCORPORATOR

The name and address of the Incorporators are:

Francis E. O'Donnell, Jr., MD
416 Burns Court
Sarasota, Florida 34236

Edward Yavitz, MD
3828 Spring Creek Road
Rockford, IL 61107

ACCEPTANCE OF REGISTERED AGENT

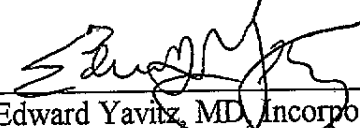
DESIGNATED IN ARTICLES OF INCORPORATION

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Samuel S. Duffey, Registered Agent

5-26-02
Date:



Edward Yavitz, MD, Incorporator

5-26-02
Date:



Francis E. O'Donnell, Jr., MD, Incorporator

05-22-02
Date:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA