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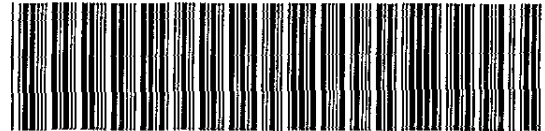
(Business Entity Name)

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03 MAR 21 PM 2:21
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March 19, 2003

768 Riverside Drive Suite 117
Coral Springs, FL 33071

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

Re: **BlueBell Communications, Inc.**
Articles of Incorporation

Gentleman:

Attached you will find the Articles of Incorporation for ***BlueBell Communications, Inc.*** along with the filing fee of **\$87.50**. Please return a certified copy to me at the address listed above. If there are any questions I can be reached at **954-227-5557**. Thank you.

Sincerely,

Cecilia L. Buckley
768 Riverside Drive Suite-117
Coral Springs, Florida 33071
954-227-5557 voice
954-227-5558 fax

ARTICLES OF INCORPORATION
OF
BLUEBELL COMMUNICATIONS, INC.

03 MAR 21 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator (s), hereby make, subscribe, acknowledge and file with the Secretary of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

BLUEBELL COMMUNICATIONS, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation shall be as follows:

- (a) To operate and transact any legal business, and to buy, sell, lease, rent, hire, and maintain equipment for said business and to do generally all and everything incidental to the operation of said business;
- (b) To purchase, lease and hold real and personal property and every estate and interest therein and chooses in action secured thereby; to improve, manage, operate, sell, mortgage, lease and otherwise dispose of any property, to loan money on such property and to take mortgages and assignments of mortgages on the same; and to transact all, or any other Business, which may be necessary, incidental or proper to the exercise of any of all the aforesaid purpose of the corporation.
- (c) To borrow money and contract debts when necessary for this transaction of it's business or for the excise of it's corporate right, privileges or franchises, or for any other lawful purpose; to issue bonds, promissory notes, bills of exchange debentures and other obligations and evidence of indebtedness payable at a specified time or times secured by mortgage or otherwise.
- (d) To guarantee, endorse, purchase, hold sell, assign, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, preferred stock, and stock warrants of, or any bonds or other evidence of indebtedness created by any other corporation or corporations, and while

owing said stock to exercise all the rights, powers, and privileges or ownership, including the right to vote thereon.

- (e) To purchase, sell, and transfer shares of it's own capital stock:
- (f) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose in, and buy, property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and all other states and countries;
- (g) In general, to carry on any other business in connection with the foregoing and to exercise all powers conferred by the laws of Florida upon corporations formed under the general corporation acts all things herein before set forth to same extant as a natural person might or could do
- (h) The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

The maximum number of shares of capital stock authorized to be issued by this corporation shall be Ten Thousand (10,000) shares, having a par value of one dollar (\$1.00) par share. Each of said shares of stock shall entitle the holder there of to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor of services at a fair valuation to be fixed by the incorporator, or by the board of directors, at a meeting called for such purposes. All stock issued shall be fully paid for and shall be non-assessable.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall not be less than One Hundred (\$100.00).

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

- (1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of un-issued shares authorized by the articles of incorporation as original filed or by any amendment thereof or out of shares of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or leases thereof, or
- (2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrants or other purchase from the corporation any shares of its stock of any class or class,

ARTICLE VII

The following shall be the street address and the principal office of this corporation, but the corporation shall have the power to move the principal office to any other address in the state of Florida and to establish branch offices and other places of business at such places within the state of Florida, as may be deemed expedient:

768 Riverside Drive, Suite-117, Coral Springs, Florida 33071.

ARTICLE VIII

There shall be a board of directors for this corporation, which shall consist of not less than one (1), and not more than four (4), the number of same to be fixed by the corporate by-laws. Each of said directors shall be of full age and at least one of them shall be a citizen of the United States.

ARTICLE IX

The first board of Directors shall be:

Cecilia L. Buckley, of 768 Riverside Drive, Suite-117, Coral Springs, Florida 33071.

The members of the first Board of Directors shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified.

03 MAR 21 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X


The name and address of the registered agent of these Articles of incorporation is **John P. Buckley, 768 Riverside Drive, Suite-117, Coral Springs, Florida 33071.**

ARTICLE XI

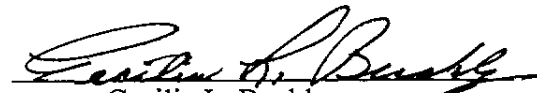
The corporation reserves the rights to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or conferred upon the stockholders herein are subject to this reservation.

The effective day of Incorporation is the 28th day of March 2003.

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


John P. Buckley
Signature/Register Agent

03-19-03
Date


Cecilia L. Buckley
Signature/Incorporator

03-19-03
Date