

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000005139

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 527923 8492A

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : January 20, 1995

ORDER TIME : 9:31 AM

ORDER NO. : 527923

CUSTOMER NO: 8492A

CUSTOMER: Richard K. Barra, Esq
SCOTT ROYCE HARRIS

Suite 800
4400 Pga Boulevard
Palm Beach Gard, FL 33410

300001385253
-01/20/95--01021--016
****122.50 ****122.50

DOMESTIC FILING

NAME: LIGHT EXCHANGE, INC.

P95000005139

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

RECEIVED
95 JAN 20 AM 10:18
DIVISION OF CORPORATION

FILED
95 JAN 20 AM 11:00
SECRET
TALLAHASSEE, FLORIDA

TW
1-20-95
02/A

ARTICLES OF INCORPORATION
OF
LIGHT EXCHANGE, INC.

FILED
95 JAN 20 12 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms a Corporation under the following
Charter of Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be LIGHT EXCHANGE, INC.

ARTICLE II

The principal office and mailing address of the Corporation
is 2871 Hypoluxo Road, Lantana, Florida 33462.

ARTICLE III

The purpose of the Corporation is to engage in any activity
or business permitted under the laws of the United States of
America or the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue Five Hundred
(500) shares of common stock with a par value of One Dollar (\$1.00)
per share.

ARTICLE V

The period of this Corporation's existence is perpetual.

ARTICLE VI

The street address of the initial Registered Office of this
Corporation is 2871 Hypoluxo Road, Lantana, Florida 33462; and the
initial Registered Agent of this Corporation at that address is
WILLIAM P. STEELMAN.

ARTICLE VII

The number of Directors constituting this Corporation's
initial Board of Directors is two (2), whose names and addresses
are as follows:

WILLIAM P. STEELMAN
2871 Hypoluxo Road
Lantana, Florida 33462

LYNN PERRY-STEELMAN
2871 Hypoluxo Road
Lantana, Florida 33462

ARTICLE VIII

The name and address of the Incorporator is as follows:

WILLIAM P. STEELMAN
2871 Hypoluxo Road
Lantana, Florida 33462

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X

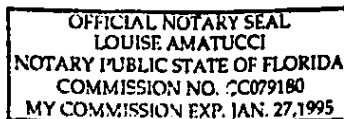
The Corporation shall indemnify its Officers, Directors and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of LIGHT EXCHANGE, INC. for the uses and purposes aforesaid this 17th day of January, 1995.


WILLIAM P. STEELMAN


STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 18th day of January, 1995, by WILLIAM P. STEELMAN.



(SEAL)

NOTARY PUBLIC


LOUISE AMATUCCI

(Print Name)

My commission expires: Jan 27, 1995
Commission No. CC079180

Personally Known ✓ OR Produced Identification _____
Type of identification Produced _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED
JAN 20 12 11:00
TALLAHASSEE, FLORIDA

* * * * *

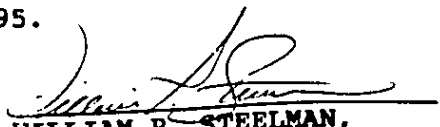
Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First, that LIGHT EXCHANGE, INC., desiring to organize under
the laws of the State of Florida, with its principal office, as
indicated in the Articles of Incorporation at 2871 Hypoluxo Road,
Lantana, Florida 33462, County of Palm Beach, State of Florida,
has named WILLIAM P. STEELMAN, as its Agent to accept Service of
Process within this state.

A C K N O W L E D G M E N T

Having been named to accept Service of Process for the above
stated Corporation, at place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

DATED this 17th day of January, 1995.


WILLIAM P. STEELMAN,
Registered Agent