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February 8th, 1995

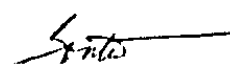
Secretary of State
Division of Corporations
P.O.Box 6327
Tallahassee, Fl. 32314

Re: BEEPERS TO GO, INC.,

Gentlemen:

Enclosed please find the original and one copy of
Articles of Incorporation for the subject entity,
along with the registration fee of \$ 122.50

Very truly yours,


George Boutro
Phone # (407) 582-3351

Mailing Address of Corporation

George Boutro
320 No. Dixie Hwy
Lake Worth, Fl., 33460

H.SIMS FEB 15 1995

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W95-3462

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TALLAHASSEE, FL



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 15, 1995

GEORGE BOUTRO
320 N DIXIE HWY
LAKE WORTH, FL 33460

SUBJECT: BEEPERS TO GO, INC.
Ref. Number: W95000003462

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95 FEB - 6 PM 1:01
TALLAHASSEE, FL

We have received your document for BEEPERS TO GO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 195A00006740

ARTICLES OF INCORPORATION

of

BEEPER STOP INC

I, the undersigned, hereby file these Articles of Incorporation for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and for that purpose I hereby certify, declare and set forth as follows, to wit:

Article I - Corporate Name

The name of the Corporation shall be :

BEEPER STOP, INC

Article II - Location

The Corporate Location and mailing address are :

320 No. Dixie Hwy
Lake Worth, Fl., 33460

Article III - Existence

The coporation shall exist perpetually unless dissolved according to Florida law.

Article IV - Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

Article V - Capital Stock

The corporation is authorized to issue ONE THOUSAND (1,000) shares at dollar (\$1.00) ONE par value, which shall be designated " Common Shares ".

Article VI - Initial Registered Office of Agent

The name of the Registered Agent and the street address of the initial registered office of the Corporation are :

GEORGE BOUTRO
320 No. Dixie Hwy
Lake Worth, Fl., 33460

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Article VII - Officers and Directors

The Corporation at all times shall have at least (2) two directors. No person shall be required to own, hold or control stock in the corporation as a condition to holding an office in the corporation.

The name and post office address of the initial officers and directors who shall hold office for the first year of the corporation's existence or until their successors are elected are:

Ivonne Hernandez
320 No. Dixie Hwy
Lake Worth, Fl., 33460

Article VIII - Incorporators

The name and address of the person signing these Articles is :

Ivonne Hernandez
320 No. Dixie Hwy
Lake Worth, Fl., 33460

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of directors and shareholders.

Article X

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind , class or series as that which he already holds , shall have the right to purchase his prorata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

Article XI - Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of stock.

Article XII

The corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of the corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital.

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned, being the original incorporator to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, this 8th day of February, 1995.


Yvonne Hernandez

STATE OF FLORIDA
COUNTY OF PALM BEACH:

BEFORE ME, the undersigned Notary Public, duly authorized in the State and County aforesaid to take acknowledgements and administer oaths, personally appeared Ricky A Brooks who is personally known by me and who in my presence executed the foregoing instrument and who under oath acknowledged to me and before me that he executed same.

WITNESS my hand and official seal in the County & State as aforesaid this 8th day of February, 1995.


Notary Public

State of Florida at Large
My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
My commission expires: 02/08/98
02/08/98

Certificate designating place of business or domicile
for the Service of Process within the State of Florida,
naming agent upon whom Process may be served.

George Boutro

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

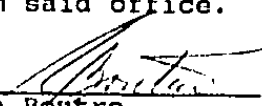
First, that BEEPER STOP, INC
organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of
Incorporation at 320 No. Dixie Hwy, Lake Worth,
Florida, 33460, County of Palm Beach, State of Florida,
has named :

George Boutro
320 No. Dixie Hwy
Lake Worth, Fl., 33460

as its agent to accept service of process within this
State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the
above stated corporation, at the place designated in
this certificate, I hereby accept to act in this
capacity and agree to comply with the provision of
said Act relative to keeping open said office.


George Boutro