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Secretary of State
Division of Corporations
Tallahassee, Florida

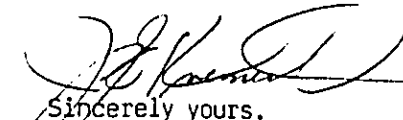
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Dear Sir:

I am attaching an original and one copy of Articles of
Incorporation for Creative Impact Communications, Inc. along with a
check for \$122.50 to cover the filing fee as requested.

Please send acknowledgement to Michael J. Kreinest
P. O. Box 476
Ponta Vedra Beach, FL 32004

Thank you


Sincerely yours,

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 22, 1995

MICHAEL J. KREINST
P.O. BOX 476
PONTA VEDRA BEACH, FL 32004

SUBJECT: CREATIVE IMPACT COMMUNICATIONS, INC.
Ref. Number: W95000004024

We have received your document for CREATIVE IMPACT COMMUNICATIONS, 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):

A post office box is not an acceptable address for the registered agent.

The designation of the registered agent must be at a Florida street address.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 395A00007998

ARTICLES OF INCORPORATION
of

We, the undersigned, for the purpose of forming
a corporation for profit under the laws of Florida, hereby
adopt the following Articles of Incorporation:

Article I - Name

The name of this corporation is

Creative Impact Communications, Inc.

Article II - Nature of Business

1. The general nature of the business to be trans-
acted by this corporation is:

(a) Marketing, consulting, advertising, graphic design,
public relations and related communication services.

(b) To manufacture, purchase, or otherwise acquire,
and to own, mortgage, pledge, sell, assign, transfer
or otherwise dispose of, and to invest in, trade in,
deal in and with, goods, wares, merchandise, real and
personal property, and services of every class, kind
and description; except that it is not to conduct a
banking, safe deposit, trust, insurance, surety,

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express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

(c) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(f) To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g) To become guarantor or surety for any other person, firm or corporation for any purpose or transaction whatsoever.

(h) To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the company.

(i) To adopt such pension, profit sharing, stock option, and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the directors may deem to be in the interest of the company.

(j) To enjoy all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

2. The foregoing shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

Article III - Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares.

Article IV - Initial Capital

The amount of capital with which this corporation will begin business is \$1,000.00.

Article V - Term

This corporation shall have perpetual existence.

Article VI - Address

The post office address of the principal office of this corporation in the State of Florida is:

P.O. Box 476 Ponta Vedra Beach, Fl 32004

The Board of Directors may from time to time move the office to any other place in Florida.

Article VII - Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than two.

Article VIII - Initial Directors

The names and post office addresses of the members of the first Board of Directors of the corporation are:

Michael J. Kreinest - P. O. Box 476 , Ponta Vedra Beach, FL 32004

James E. Kreinest - P.O. Box 426, Orange Park, FL 32068

Article IX - Subscribers

The names and post office addresses of the subscribers of these Articles are:

Michael J. Kreinest - P.O. Box 476 , Ponta Vedra Beach, FL 32004

James E. Kreinest - P.O. Box 426, Orange Park, FL 32068

Article X

1. This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, and any right conferred upon the stockholders is subject to this reservation.

2. The initial by-laws of this corporation shall be adopted by the directors. The by-laws may be amended from time to time by either the stockholders or the directors, but the directors may not alter or amend any by-law adopted by the stockholders.

3. Ownership of stock shall not be required to make any person eligible to hold office either as an officer or director of this corporation.

4. The stockholders may, by by-law provision or by stockholders' agreement, recorded in the minute book,

impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

5. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

6. Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve and ratify such contract or transactions by a vote of a majority of the directors present, such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. This section shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

7. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI - Registered Office and Registered Agent

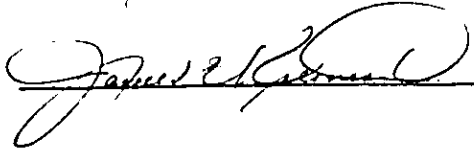
Michael J. Kreinest is hereby designated as Registered Agent of Creative Impact Communications, Inc. with the Registered Office located at Punta Vedra Beach, FL, and as its Agent, authorized to accept service of process within the State. (Chapter 607.034 Fla. Stat.)

Article XI

The corporation shall indemnify any director, officer, or employee, or former director, officer, or employee of the corporation, or any person who may have served at its request as a director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. The corporation may also reimburse to any director, officer, or employee the reasonable costs of settlement of any such action, suit, or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the corporation that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer, or employee may be entitled under any by-law, agreement, vote of shareholders, or otherwise.

In witness whereof, we have hereunto set our hands and seals this


_____(SEAL)


_____(SEAL)


_____(SEAL)

STATE OF FLORIDA)
COUNTY OF *Clay*)

Before me, the undersigned authority, this day personally appeared Michael J. Kreinest, James E. Kreinest, and ; known to be the parties who executed the foregoing Articles of Incorporation, and they severally acknowledged the said Articles of Incorporation to be their act and deed, and that they have associated themselves for the purpose of forming a corporation as therein set forth.

WITNESS my hand and seal at Cocoa Park
County, Florida, this 15 February, 1995.

James E. Krainet. James
Ex. Dr. Lic # K652-449-31-041-0

Michael J. Freeman 
 Atty. Gen. # K652-550-68-214-0

Margaret J. Taylor
Notary Public, State of Florida
At Large.
My commission expires:



MARGARET J. TAYLOR
MY COMMISSION # CC427950 EXPIRES
December 20, 1998
BONDED THROUGH TROY FAIN INSURANCE, INC.

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

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

First - That Creative Impact Communications, Inc.,
desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the Articles of Incorporation
at City of Punta Vedra Beach, County of St. Johns, State of
Florida, has named Michael J. Kreinest located
at 7209 ARBOR CLUB DRIVE, City of Punta Vedra Beach,
County of St. Johns, State of Florida, as its agents to accept
service of process within this state.

Temp. Office: 2931 Greenridge Road, Orange Park, Fl. Clay Cty
ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at 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.

BY: 
Registered Agent

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