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FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
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MIAMI FL 33135-

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MPC BUSINESS COMMUNICATIONS SYSTEMS, INC.

FAX AUDIT NUMBER: H95000002925

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/14/1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MPC BUSINESS COMMUNICATIONS SYSTEMS, INC.

ARTICLE I

NAME. The name of this corporation shall be MPC BUSINESS COMMUNICATIONS SYSTEMS, INC.

ARTICLE II

DURATION. This corporation shall have perpetual existence unless dissolved according to law and its existence shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

PURPOSE. This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK. This corporation is authorized to issue One Hundred (100) shares of One and No/100 (\$1.00) Dollar par value common stock which shall be designated "common shares".

ARTICLE V

INITIAL BOARD OF DIRECTORS. This corporation shall have three (3) directors and the number of directors may be increased or decreased from time to time by the by-laws adopted by the stockholders but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

Michael Beaubien

- 6820 Bayfront Circle
Margate FL 33063

Prepared by:

Thomas Pepe
9350 S. Dixie Hwy. Penthouse 2
Miami, FL 33156
305-670-9994
F18M-183230

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Eric Mestrom

- 5520 Pacific Blvd., #218
Boca Raton FL 33433

Mark Weitzman

- 3049 Discovery Circle East
Pompano Beach FL 33064ARTICLE VI

INDEMNIFICATION. The corporation shall indemnify the officers and the directors of the corporation under the circumstances and to the fullest extent authorized by §607.014, Florida Statute.

ARTICLE VII

INCORPORATOR. The name and address of the incorporator who is signing these Articles of Incorporation is:

Thomas F. Pepe

- PH 2, NationsBank Building
9350 South Dixie Highway
Miami FL 33156-2945ARTICLE VIII

CORPORATE ADDRESS. The initial corporate address of this corporation is 1301 West Copans Road, Suite G-1, Pompano Beach, Florida 33064.

ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this corporation is Penthouse 2, NationsBank Building, 9350 South Dixie Highway, Miami, Florida; and the name of the initial registered agent of this corporation at that address is THOMAS F. PEPE. The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

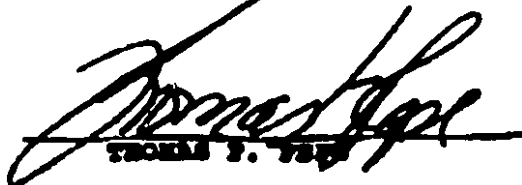
IN WITNESS WHEREOF, I, the undersigned incorporator, have

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executed these Articles of Incorporation on this 14TH day of MARCH, 1995.


THOMAS F. VESP

STATE OF FLORIDA
COUNTY OF DADE

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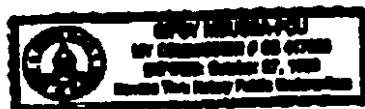
ss.

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, at the time of notarization, personally appeared THOMAS F. VESP, who is personally known to me and who did take an oath, and who acknowledges executing the foregoing Articles of Incorporation and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14TH day of MARCH, 1995.


NOTARY PUBLIC,
State of Florida at Large

My Commission Expires:



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of §607.0801, Florida statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **MPC BUSINESS COMMUNICATIONS SYSTEMS, INC.**

2. The name and address of the registered agent and office is:

Thomas F. Pepe - PM 2, NationsBank Building
9390 South Dixie Highway
Miami FL 33156-2945

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 HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.


THOMAS F. PEPE

DATED this 14TH day of MARCH, 1995.

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