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TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: JRS TELECOMMUNICATIONS, INC.

ENCLOSED PLEASE FIND A COMPLETED ORIGINAL AND ONE (1)
COPY OF THE ARTICLES OF INCORPORATION AND CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE FOR THE
ABOVE NAMED CORPORATION AND A CHECK IN THE AMOUNT OF
\$130.00.

FROM: JOHN NEATHERY
1417 14TH LANE
GREENACRES, FL 33463
(407) 641-0628

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -5 PM 5:35

ARTICLES OF INCORPORATION
OF
JRS TELECOMMUNICATIONS, INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

THE NAME OF THE CORPORATION IS:

JRS TELECOMMUNICATIONS, INC.

ARTICLE II. ADDRESS

THE ADDRESS OF THE CORPORATION SHALL BE:

1417 14TH LANE, GREENACRES, FLORIDA, 33463

ARTICLE III. NATURE OF BUSINESS

THE GENERAL NATURE OF BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS ANY BUSINESS OR BUSINESS ACTIVITY PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND OF THE UNITED STATES OF AMERICA.

ARTICLE IV. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS FIVE HUNDRED SHARES OF COMMON STOCK WITH A PAR VALUE OF ONE DOLLAR PER SHARE.

ARTICLE V. TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

RECEIVED
JRS TELECOMMUNICATIONS
DIVISION OF TELECOMMUNICATIONS
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ARTICLE VI. REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

JOHN NEATHERY
1417 14TH LANE
GREENACRES, FL 33463

ARTICLE VII. DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE SHAREHOLDERS, BUT SHALL NEVER HAVE LESS THAN ONE DIRECTOR.

ARTICLE VIII. INITIAL DIRECTORS

THE NAMES AND ADDRESSES OF THE FIRST MEMBERS OF THE BOARD OF DIRECTORS ARE:

NAME:	ADDRESS:
JOHN NEATHERY	1417 14TH LANE, GREENACRES, FL, 33463

ARTICLE IX. INCORPORATIONS

THE NAMES AND ADDRESSES OF THE INCORPORATORS OF THESE ARTICLES OF INCORPORATION ARE:

NAME:	ADDRESS:
JOHN NEATHERY	1417 14TH LANE, GREENACRES, FL, 33463

ARTICLE X. AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED TO THEM BY THE SHAREHOLDERS, AND APPROVED BY THE SHAREHOLDERS AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

IN WITNESS WHEREOF, WE HAVE MADE AND SUBSCRIBED THESE
ARTICLES OF INCORPORATION THIS 2nd DAY OF May 1995.

John H. Neathery

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY
PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE
TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED JOHN NEATHERY,
TO ME KNOWN TO BE THE PERSON DESCRIBED AS INCORPORATOR IN
AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION,
ACKNOWLEDGE BEFORE ME THAT HE SUBSCRIBED TO THESE ARTICLES
OF INCORPORATION.

WITNESS MY HAND AND SEAL IN THE COUNTY AND STATE NAMED
ABOVE THIS 2nd DAY OF May 1995.

Conni J. Alvaroe
NOTARY PUBLIC

MY COMMISSION EXPIRES:
CONNIE J. ALVAROE
COMMISSION # CC 449724
EXPIRES JUN 3, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED
OFFICE, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

JRS TELECOMMUNICATIONS, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND
OFFICE IS:

JOHN NEATHERY
1417 14TH LANE
GREENACRES, FL 33463

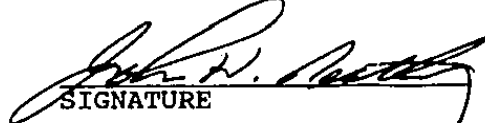

SIGNATURE

President

TITLE

2.5.1995
DATE

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


SIGNATURE

2.5.1995
DATE