

WATSON, FOLDS, STEADHAM, CHRISTMANN, BRASHEAR, TOVKACH & WALKER

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

697 EAST UNIVERSITY AVENUE

POST OFFICE BOX 1070

GAINESVILLE, FLORIDA 32602

WILLIAM B. WATSON, III
JOHN M. STEADHAM
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(904) 378-1026

*ALSO ADMITTED IN
OHIO & NORTH CAROLINA

**ALSO ADMITTED IN MARYLAND

June 20, 1995

State of Florida
Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

800001519568

-06/21/95--01069--005

*****70.00. *****70.00


RE: FLORIDA NETWORK SOLUTIONS, INC.

Dear Sir:


Enclosed please find the original of the Articles of Incorporation of the above-named corporation, together with the Certificate Designating Place of Business and Resident Agent, and my attorney's account check in the amount of \$70.00 payable to the order of the Secretary of State to cover the following fees:

Filing fee	\$35.00
Certificate Designating Resident Agent	\$35.00

Sincerely yours,


John M. Steadham
For the Firm

Enclosures

6/29/95


ARTICLES OF INCORPORATION
of
FLORIDA NETWORK SOLUTIONS, INC.

RECORDED
JUN 21 AM 8:06
TALLAHASSEE, FLORIDA

Article I

Name. The name of the Corporation is FLORIDA NETWORK SOLUTIONS, INC.

Article II

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution of these Articles.

Article III

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and the State of Florida.

Article IV

Capital Stock. This Corporation is authorized to issue ONE THOUSAND (1,000) shares of One Dollar (\$1.00) par value common stock.

Article V

By-Laws. By-Laws may be repealed or amended and new By-Laws may be adopted by either the Board of Directors or the shareholders of the corporation, but the Board of Directors may not amend or repeal any By-Law adopted by shareholders if the shareholders specifically provide that such By-Law is not subject to amendment or repeal by the directors.

Article VI

Mailing Address, Initial Registered Office and Agent. The Mailing address of this corporation is Post Office Box 1070, Gainesville, Florida, 32602. The street address of the initial registered office of this Corporation is 527 East University Avenue, Post Office Box 1070, Gainesville, Florida, 32602, and the

name of the initial registered agent of this Corporation at that address is John M. Steadham.

Article VII

Initial Board of Directors. This Corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation is: JOHN M. STEADHAM, 527 East University Avenue, Post Office Box 1070, Gainesville, Florida, 32602.

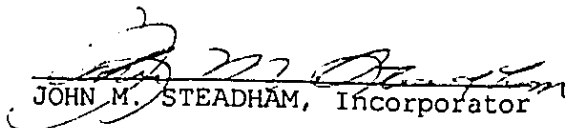
Article VIII

Indemnification. All present and all former officers, directors, agents and employees of this corporation shall be indemnified by the corporation for all lawful and proper actions taken by them in the good faith exercise of their duties for or on behalf of the corporation in the manner and to the extent as provided by the general corporation law of the State of Florida.

Article IX

Incorporator. The name and address of the person signing these Articles is JOHN M. STEADHAM, 527 East University Avenue, Post Office Box 1070, Gainesville, Florida, 32602.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of June, A.D. 1995.


JOHN M. STEADHAM, Incorporator

CERTIFICATE DESIGNATING PLACE OF 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 FLORIDA NETWORK SOLUTIONS, 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 Gainesville, County of Alachua, State of Florida, has named JOHN M. STEADHAM, located at 527 East University Avenue, Post Office Box 1070, City of Gainesville, County of Alachua, State of Florida, as its agent to accept service of process within this State.

Acknowledgment

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.

Dated this 20th day of June, 1995.

By:


JOHN M. STEADHAM,

Resident Agent

P95000049047

September 6, 1996

Jon B. Simonds
4155 NW 62nd Ave.
Gainesville, FL 32653

500001944115
-09/11/96--01018--002
*****35.00 *****35.00

To Whom it May Concern:

Please see that the following amendments are made to the incorporation records of Florida Network Solutions, Inc. I have enclosed an extra copy of each of my resignation letters and a self-addressed stamped envelope for your convenience in returning to me a recorded copy of each letter.

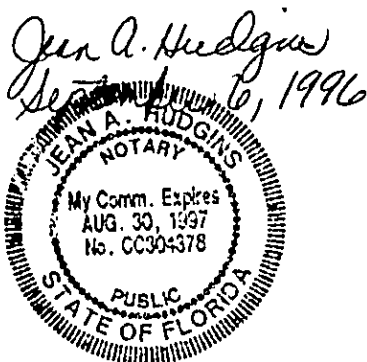
I have also included a filing fee of \$35.00 for the amendments of the incorporation records. If possible, please enclose a receipt for the amount of \$35.00 for my records.

Thank You,

Jon B. Simonds
Jon B. Simonds

FILED
96 SEP 10 AM 8:33
TALLAHASSEE FLORIDA
SECRETARY OF STATE

Jon B. Simonds is personally known to me.



O/D resig.

VS SEP 16 1996

FILED
96 SEP 10 AM 8:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

September 6, 1996

Jon B. Simonds
4155 NW 62nd Ave.
Gainesville, FL 32653

To Whom it May Concern:

This letter is to formally notify all Shareholders of the corporation Florida Network Solutions, Inc. and the Division of Corporations of the State of Florida that I, Jon B. Simonds do hereby resign from the office of President of Florida Network Solutions, Inc. This resignation is effective as of September 6, 1996.

Thank You,

Jon B. Simonds
Jon B. Simonds

Jon B. Simonds is personally known to me.

Jean A. Hudgins
September 6, 1996

