

P95000038/54

TRANSMITTAL LETTER

July 21, 1995

GODSTAR COMMUNICATIONS, INC.
440 So. Federal Hwy., Suite 104, Deerfield Beach, Florida 33441

For first class mail delivery:

DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee
Florida 32314-6327
(904) 487 - 6052

For overnight delivery:

DEPARTMENT OF STATE
Division of Corporations
409 E Gaines Street
Tallahassee
Florida 32399
(904) 487 - 6052

JUDGE PROBATE OFFICE
PO Box 557
Brewton
Alabama 36427

DEPARTMENT OF STATE
State Capitol
Austin
Texas 78711
(512) 463 5555

SUBJECT: GODSTAR COMMUNICATIONS, INC.

400001545504
-07/25/95--01070--008
****122.50 ****122.50

Enclosed are two originals of the Articles of Incorporation and check for \$ \$ 122.50 made payable to the State of Florida.

The Registered Agent is William J. Tuel
440 So. Federal Hwy., Suite 104
Deerfield Beach
Florida 33441

Thank you for your prompt attention to this matter.

encl: Check
2 Original Articles of Incorporation

FILED
95 JUL 25 PM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/07
7-27-95

ARTICLES OF INCORPORATION

THE STATE OF FLORIDA
COUNTY OF BROWARD

)
) KNOW ALL MEN BY THESE PRESENTS

FILED
95 JUL 25 PM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That the undersigned, natural person(s) of the age of at least eighteen (18) years, acting as Incorporator(s) of a Corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation for such Corporation, to wit:

ARTICLE I

The name of this corporation is GODSTAR COMMUNICATIONS, INC.

ARTICLE II

The period of duration of this corporation shall be perpetual.

ARTICLE III

The purposes for which this Corporation is organized include all legal purposes for which a Corporation may be organized in Florida.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is 10,000 shares. The shares shall have a par value of \$ 1.00.

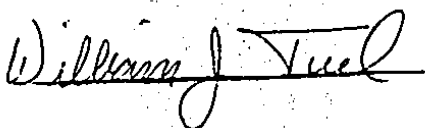
ARTICLE V

The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of \$ 1,000.00.

ARTICLE VI

The street address of the registered office, and principal office of the Corporation is 440 So. Federal Hwy., Suite 104, Deerfield Beach, Florida 33441, and the name of the registered agent at said address is William J. Tuel.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

 Registered Agent

ARTICLE VII

The number of directors constituting the initial Board of Directors of this corporation is one and the name and address of the person(s) who is to serve as director(s) until the first annual meeting of the shareholders, or until their successors are elected and qualified, is as follows :

NAME	ADDRESS
William J. Tuel	6942 Calle Del Paz S. Boca Raton, Florida 33433

The name and address of the incorporator(s) is as follows :

NAME	ADDRESS
William J. Tuel	6942 Calle Del Paz S. Boca Raton, Florida 33433

WITNESS OUR HANDS this the July 21, 1993

William J. Tuel
William J. Tuel
Incorporator

Incorporator

THE STATE OF Florida)
COUNTY OF Broward)

Before me, the undersigned authority, on this day personally appeared William J. Tuel, known to me to be the person(s) whose name(s) are subscribed to the foregoing instrument and, being by me first duly sworn severally declares that they are the person(s) who signed the foregoing document as incorporator(s) and that the statements contained therein are true.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this

FL. DR. lic produced AS ID.

[Signature]
Notary Public



JEANINE FEBO
MY COMMISSION # 00300239 EXPIRES
July 6, 1997
BONDED THIRD TROY FAIR INSURANCE, INC.

FILED
95 JUL 25 PM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA