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ARNOLD S. WEISLER
1454 POINT WAY
NORTH PALM BEACH, FLORIDA 33408
(407) 627-0887
FAX: (407) 622-6928

August 24, 1995

Secretary of State
Corporation Division
P.O. Box 6327
Tallahassee, FL, 32314

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08/24/95 11:00:11 -0003
****122.50 ****122.50

Re: FM Superhighway, Inc.

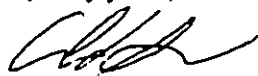
Dear Sir:

Enclosed in duplicate for filing in your office are Articles of Incorporation for the above corporation, together with the corporation's Certificate of Designation of Registered Agent. Also enclosed is my check in the amount of \$122.50 to cover the required filing fee.

Please send evidence of the the filing of the enclosed Articles of Incorporation to me.

Thank you.

Very truly yours,



Arnold S. Weisler

Via Federal Express

8/30/95 BSB

FILED
95 AUG 28 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
FM SUPERHIGHWAY, INC.

FILED
95 AUG 28 PM 3: 53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation is FM SUPERHIGHWAY, INC.

SECOND: The street address of the initial principal office and mailing address of the corporation is 224 Datura Street, Suite 711, West Palm Beach, Florida 33401.

THIRD: The aggregate number of shares which the corporation shall have authority to issue is: One Thousand (1,000) shares, par value \$1.00.

FOURTH: The purpose or purposes for which the corporation is organized are: To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The street address of the initial registered office of the corporation is: 1454 Point Way, North Palm Beach, Florida 33408, and the name of its initial registered agent at such address is: Arnold S. Weisler.

SIXTH: The name and address of each incorporator is:

Arnold S. Weisler

1454 Point Way
North Palm Beach, Florida 33408

Dated: August 24, 1995.

INCORPORATOR:


Arnold S. Weisler

STATE OF FLORIDA
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

FILED
95 AUG 28 PM 3: 53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is FM Superhighway, Inc.
2. The name and address of the registered agent and office is:

Arnold S. Weisler
1454 Point Way
North Palm Beach, Florida 33408

SIGNATURE 

TITLE Incorporator

DATE August 24, 1995

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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE August 24, 1995