

P96000005895

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE:

000001681000
-01/17/96--01007--010
****122.50 ****122.50

Dear Sir or Madam:

Enclosed is an original and copy of the Articles of Incorporation for the above proposed corporation, together with designation of Registered Agent.

Also enclose is my check payable to your order in the amount of \$122.50, representing payment of the \$35.00 filing fee, \$52.50 for the Certification of Incorporation, and \$35.00 for Designation of Registered Agent.

Very truly yours,


Enclosures

FILED
JAN 17 AM 11:00
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

FILED
96 JAN 17 AM 11:00
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is

M.C.C. Communications Inc.

ARTICLES II - NATURE OF CORPORATE BUSINESS

The corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of Five Hundred (500) shares of one class of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - PREEMPTIVE RIGHTS

All shareholders of the corporation shall be vested with full preemptive rights.

ARTICLE V - INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

Gary S. Kaminsky
5353 N. Federal Highway Suite 407
Fort Lauderdale, Florida 33308

The principal address and the registered office address are the same.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

Signature: _____

Print Name: Gary S. Kaminsky

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is 1. The number of Directors may be either increased or diminished from time to time by the by-laws. The name and address of the initial director of the corporation are:

Gary S. Kaminsky
5353 N. Federal Highway Suite 407
Fort Lauderdale, Fla 33308

Arthur C. Prindle
5353 N. Federal Highway Suite 407
Fort Lauderdale, Fla 33308

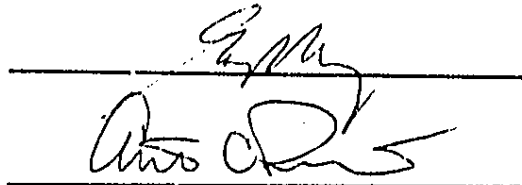
ARTICLE VII - INCORPORATION

The name and address of the person signing these articles:

Gary S. Kaminsky
5353 N. Federal Highway #407
Fort Lauderdale, Fla 33308

Arthur C. Prindle
5353 N. Federal Highway #407
Fort Lauderdale, Fla 33308

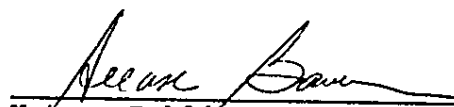
IN WITNESS WHEREOF, the undersigned subscribers executed these articles of incorporation this 3 day of January, 1996.



STATE OF FLORIDA)
COUNTY OF BROWARD)

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Gary S. Kaminsky, known to me and known by me to be the person who executed the foregoing articles of incorporation, and the acknowledge before me that they executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal, in the state and county aforesaid, this 3 day of JAN, 1996.


Notary Public, State of Florida
at Large:



ALLAN BAUM
My Commission CC497320
Expires Oct. 23, 1999