

CONTION PERSONS - Vieberts L. Perez

CIRCLEICATE OF GOOD STANDING

...... CERTITIES COPY XX.... PLOCH STORRED COPY

in confidence of their confidences. T. BROWN MAR 1 2 1996







March 11, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: DIGITAL ALTERNATIVES, INC.

Ref. Number: W96000005269

We have received your document for DIGITAL ALTERNATIVES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily disso! 'ed entity. The name of a voluntarily dissolved Florida entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, executed pursuant to section 607.0120 or 608.408. Florida Statutes, permitting the immediate assumption or use of the page by another entity. the immediate assumption or use of the name by another entity.

If the document is resubmitted, please return a copy of this letter to ensure your document is properly handled.

If you have any further questions regarding the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown Corporate Specialist

Letter Number: 596A00010662

AFFIDAVIT

STATE OF FLOWDA)	
COUNTY OF COLLEC))	SS

The undersigned, being a member of Digital Alternatives, Inc. (the "Company"), hereby swears and attests to the following:

- 1) The name of the Company is Digital Alternatives, Inc.
- 2) The Company is dissolved.
- The Company has no intention of revoking the dissolution and the name Digital Alternatives is available immediately to any other entity.

Delbert Lee Mills, Member Digital Alternatives, Inc.

On this 1st day of March, 1996, personally appeared Delbert Lee Mills, who being first duly sworn by me, did depose and say that he is authorized to executed this Affidavit for the purposes herein contained.

Notary Publi

My Commission Expires:

C&LDOC: N1598541.DOC 02/29/96

OFFICIAL NOTARY SEAL
MARY JO MCINTYRE
COMMISSION NUMBER
CC490135
MY COMMISSION EXP

ARTICLES OF INCORPORATION OF DIGITAL ALTERNATIVES, INC.

ALTHER TO RESTRICT SP

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

DIGITAL ALTERNATIVES, INC.

SECOND: The principal office or mailing address of the Corporation is:

545 East Fairway Terrace Naples, Florida 33940.

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock and the par value of each such share shall be TEN CENTS (\$.10). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

545 East Fairway Terrace Naples, Florida 33940.

and the name of the Corporation's initial registered agent at such address is:

Delbert Lee Mills.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the initial director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualified, is:

Delbert Lee Mills 545 East Fairway Terrace Naples, Florida 33940.

SIXTH: The name and address of the sole incorporator is:

Delbert Lee Mills 545 East Fairway Terrace Naples, Florida 33940. Delbert Lee Mills Sole Incorporator

I, Delbert Lee Mills, having been designated to act as registered agent hereby agree to act in this capacity.

Delbert Lee Mills
Initial Registered Agent