TELEPHONE (407) 732-3113

1100 B. FEDERAL HIGHWAY BOYNTON BEACH, FL 33435

P960000041935

STATE OF FLORIDA DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FLORIDA 32314

DEAR SIRS:

ENCLOSED, PLEASE FIND CHECK FOR \$ 122.50 FOR INCORPORATING

SERPA COMMUNICATIONS INC

WHEN COMPLETED PLEASE RETURN TO:

300001815813 -05/09/96--01119--012 ****122.50 ****122.50

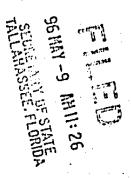
ARTHUR J CAPPELLA CERTIFIED PUBLIC ACCOUNTANT 1100 SOUTH FEDERAL HWY BOYNTON BEACH, FL 33435

THANKING YOU IN ADVANCE.

SINCERELY,

ARTHUR J CAPPELLA CERTIFIED PUBLIC ACCOUNTANT MAY 1 6 1996] BSB

AJC/PT



ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I, NAME

The name of this corporation shall be:

SERPA COMMUNICATIONS INC

ARTICLE II, NATURE OF BUSINESS

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

ARTICLE III, CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time if Five Hundred (500) Shares of common stock, of One Dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than One Hundred (\$100.00) Dollars.

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal Office of the Corporation shall be:

1100 SOUTH FEDERAL HWY, SUITE 4 BOYNTON BEACH, FL 33435

The Board of Directors may from time to time move the principal office to any other address in Florida.

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ARTICLE VII, INITIAL BOARD OF DIRECTORS

This Corporation shall have

Director(s) initially.

The number of Directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The name and aduress of the initial Director(s) of this Corporation:

> HERMAN SERPA 1100 SOUTH FEDERAL HWY, SUITE 4 BOYNTON BEACH, FL 33435

ARTICLE VIII, INCORPORATOR

The names and addresses of the Incorporators:

HERMAN SERPA 1100 SOUTH FEDERAL HWY, SUITE 4 BOYNTON BEACH, FL 33435

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X, AMENDMENT

This Corporation reserves the right to smend or repeal any provisions contained in these Articles of Incorporation, or any smendment to them, and any right conferred upon the Share-holder is subject to this reservation.

ARTICLE XI, SUB-CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have hereinto set our hands and seals this 6 m day of 10 m for the purpose of forming this Corporation under the Laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Plorida, these Articles of Incorporation, and certify that the facts herein stated are true.

SWORN TO AND SUBSCRIBED BEFORE ME

THIS 6 DAY OF 19 96

At Mundley, NOTARY PUBLIC

OFFICE MAY 20,1999