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Annual Report Fictitious Name	Foreign Limited Partnership	HOLD FOR PICKUP BY
Name Reservation	Reinstatement Trademark Other	UCC SERVICES R CHESSER MAY 3 0 1996 Examiner's Initials

ARTICLES OF INCORPORATION

OF

FONET SCIENTIFIC CORPORATION

The undersigned, acting as incorporator of a corporation under the following actions of incorporation for such corporation:

- 1. Name. The name of the corporation is FONET Scientific Corporation.
- 2. Principal Office/Mailing Address. The principal office of the corporation is 325 South Garden Avenue, Clearwater, FL, 34616.
- 3. Shares. The number of shares the corporation is authorized to issue is 100,000,000 shares, all of one class, at no par value.
- 4. Initial Registered Office and Agent. The name and street address of the initial registered agent and office of this corporation is:

Janis E. Haerer 325 South Garden Avenue Clearwater, FL 34616

5. Incorporator: The name and street address of the Incorporator is:

Janis E. Haerer 325 South Garden Avenue Clearwater, FL 34616

6. **Purpose:** The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a fraternal benefit society, building and loan association, mutual fire insurance association, state fair or exposition.

7. Directors. The names and addresses of the initial directors are:

Name: Address:

Janis E. Haerer 325 South Garden Avenue

Clearwater, FL 34616

Larry R. Shields #7 Circle Drive

Mt. Vernon, IL 62864

8. Amendment of Articles. The power to adopt, alter, amend, or repeal the Articles of Incorporation of this corporation shall be vested in the Directors by a one hundred percent (100%) vote.

9. **Indemnification.** The corporation may be empowered to indemnify any officer or director, or any former officer or director, in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of incorporation this 28th day of May, 1996.

Javis Hever

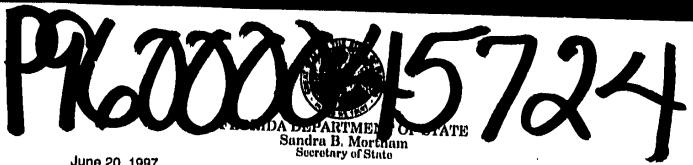
Janis E. Haerer, Incorporator

Having been named as resident agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations of Section 607.0505, Florida Statutes.

Jamo Haurer

Janis E. Haerer, Resident Agent

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June 20, 1997

FONET SCIENTIFIC CORPORATION 325 SOUTH GARDEN AVE CLEARWATER, FL 34616

SUBJECT: FONET SCIENTIFIC CORPORATION

Ref. Number: P96000045724

Debit Memo #: 74115-K

This is to inform you that check #2977 in the amount of \$825.00 submitted with the annual report for FONET SCIENTIFIC CORPORATION has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$866.25 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after August 20, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call

Pat Bailey Accountant I

Letter Number: 897A00033096

P600045724

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July 25, 1997

REPLACEMENT FEE 1997

ANNUAL REPORT: FONET SCIENTIFIC CORPORATION

DEBIT MEMO: # 74115-K

CHECK #: 2977