

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	8/2		
TIME	11:25		CK No. _____
BY	DDS		

WALK-IN
Will Pick Up _____

RE: 11/11/97 ORANGE, FLA.

	C.O. FEE.	DISBURSED
Capital Express™		
✓ Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
✓ () Cert. Copy(s) <i>Photo</i>		
Art. of Amend. File		
Dissolution/Withdrawal		
C U B.		
Fictitious Name File		
Name Reservation	*** 1.00.00 ***	*** 20.00 ***
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, _____ Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS _____

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
FOR
UNINET ORANGE, INC.

The undersigned subscriber(s) to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

ARTICLE I
Corporation Name

The name of the corporation is : UNINET ORANGE, INC.

ARTICLE II
Duration

This corporation shall exist perpetually, unless other wise dissolved according to Florida law.

ARTICLE III
Purpose

The purpose of this corporation is to conduct normal business activities as permitted under the laws of the State of Florida.

ARTICLE IV
Capital Stock

This corporation is authorized to issue 16 shares of common stock having a normal par value of \$ 1.00.

ARTICLE V
Election

The corporation elects organization under subchapter "S". The board of directors shall be required to forever maintain this status.

FILED
06 AUG -2 PM 2:02
TALLAHASSEE, FLORIDA

ARTICLE VI
Initial Registered Agent and Office

The name and street address of the Registered Agent of this corporation is :

Steven N. J. deLaroche, Esquire
100 South Beach Street, Suite 212
Daytona Beach, Florida 32114

The mailing address of this corporation is :

100 South Beach Street, Suite 212
Daytona Beach, Florida 32114

ARTICLE VII
Initial Incorporator

The names and street addresses of the initial Board Incorporator is:

Russ Hamilton
140 South Beach Street, Suite 307
Daytona Beach, Florida 32114

ARTICLE VIII
Initial Board of Directors

This corporation shall initially have four (4) directors. The number of directors of this corporation may be changed at any time, but shall never be less than one.

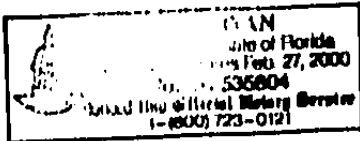
The names and street addresses of the initial Board of Directors are:

President :	Kim Bercher 2644 South Central Avenue Flagler Beach, Florida 32136
Vice President:	Linda Hamilton 528 North Halifax Avenue, #8 Daytona Beach, Florida 32118
Secretary:	Susan Begin 550 Scott Drive Ormond Beach, Florida 32174

Treasurer:

Wanda Morton
167 South State Road #415
New Smyrna Beach, Florida 32168

The undersigned subscribers, in witness hereof, have executed these Articles of Incorporation this 1 day of August of 1996.

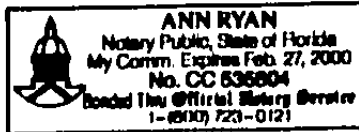





RUSS HAMILTON

State of Florida
County of Volusia

Sworn to and subscribed before me this 1 day of August, 1996.





Notary Public,
State of Florida
My Commission Expires: 2/27/2000

**REGISTERED AGENT
CERTIFICATE AND ACKNOWLEDGMENT**

CERTIFICATE OF REGISTERED AGENT

OF

UNINET ORANGE, INC.

THE NAME OF THE CORPORATION IS: UNINET ORANGE, INC.

**THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS REGISTERED OFFICE AS
INDICATED IN THE ARTICLES OF INCORPORATION AT:**

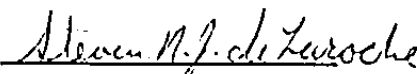
**100 SOUTH BEACH STREET, SUITE 212
DAYTONA BEACH, FLORIDA 32114**

HAS NAMED STEVEN N. J. deLAROCHE, ESQUIRE

**LOCATED AT THE HEREIN MENTIONED ADDRESS, AS ITS
REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS
STATE.**

**100 SOUTH BEACH STREET, SUITE 212
DAYTONA BEACH, FLORIDA 32114**

**I HEREBY ACCEPT THE DUTY TO ACT AS REGISTERED AGENT AND
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION,
AND AGREE TO COMPLY WITH THE PROVISIONS OF THE LAWS OF THE
STATE OF FLORIDA IN KEEPING OPEN SAID OFFICE.**


STEVEN N. J. deLAROCHE

FILED
96 AUG -2 PM 2:02
TALLAHASSEE, FLORIDA