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TALLAHASSEE, FL 32309-5607
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ACCOUNT NO. : 072100000032

REFERENCE : 063790 4310537
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AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : August 23, 1996

ORDER TIME : 2:15 PM

ORDER NO. : 063790

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CUSTOMER NO: 4310537

CUSTOMER: Robert O. Marks, Esq
O'NEILL CHAPIN MARKS LIEBMAN
COOPER & CARR
Suite 865
200 East Robinson Street
Orlando, FL 32801

DOMESTIC FILING

NAME: LEISURE COMMUNICATIONS
INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 23 PM 9:47
RECEIVED
96 AUG 23 PM 3:06
DIVISION OF CORPORATION

cf 8/26/96

FILED
SECRETARY OF STATE
CORPORATIONS
96 AUG 23 AM 9:43

ARTICLES OF INCORPORATION
OF
LEISURE COMMUNICATIONS INTERNATIONAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LEISURE COMMUNICATIONS INTERNATIONAL, INC.

The address of the principal office of this corporation shall be 200 East Robinson Street, Suite 865, Orlando, Florida 32801, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$.10 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 200 East Robinson Street, Suite 865, Orlando, Florida 32801, and the name of the initial registered of the corporation at that address is Robert O. Marks.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 23, 1996.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

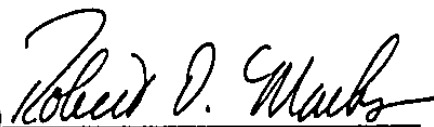
DGS

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
CORPORATIONS
96 AUG 23 AM 9:40

ROBERT O. MARKS, ESQUIRE, having a business office address of 200 East Robinson Street, Suite 865, Orlando, Florida 32801, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

(sign)


ROBERT O. MARKS, ESQ.
O'Neill, Chapin, Marks,
Liebman, Cooper & Carr
200 East Robinson Street
Suite 865
Orlando, Florida 32801
telephone (407) 425-2751