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NEW FILINGS	AMENDMENTS				
Profit	Amendment				
NonProfit	Resignation of R.A., Officer/ Director				
Limited Liability	Change of Registered Agent				
Domestication	 	Dissolution/Withdrawal			
Other	Merger				
OTHER FILINGS	REGISTRATION/				
Annual Report	Foreign	5			
Fictitious Name	Limited Partnership	-			
Name Reservation	Reinstatement				
	Trademark	-			
					
	Other	\wedge \wedge \wedge \wedge			

Examiner's Initials

CR2E031(1/95)

ARTICLES OF INCORPORATION FOR GATEWAY AMERICA, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida. 96 SEP = 9 PH 3: 36

Article I Name

TALLAHASSEE, FLORIDA

The name of the corporation shall be:

Gateway America, Inc.

The principle place of business of this corporation shall be:

2400 East Commercial Blvd., Suite 800 Fort Lauderdale, Fl 33308

Article II Nature of Business

This corporation may engage in any and 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 1000 shares of common stock having a par value of \$.01 per share.

Article IV Address

The street address of the initial registered agent's office of the corporation shall be 2400 E. Commercial Blvd., Suite 800, Fort Lauderdate, FL 33308 and the name of the initial registered agent shall be Jonathan M. Rowe.

Article V Term of Existence

This corporation is to exist perpetually.

Article VI Officers and Directors

This corporation shall have one officer and one director, initially. The name and the street address of the initial officer and director who shall hold office for the frist year of the corporation, or until his successors are elected or appointed is:

Bruce Read/President/Director

Article VII Incorporator

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

Jonathan M. Rowe 2400 E. Commercial Blvd, Suite 800 Fort Lauderdale, Fl 33308

IN WITNESS WHEREOF, the undersigned has set his hand on this 30 day of August, 1996.

By:

Jonathan M. Rowe

STATE OF FLORIDA)

SS

COUNTY OF BROWARD)

Notary Public, State of Florida

Notary Public - State of Florida Susan T. Putnam Commission expires An .. 14, 1998 Commission No. CC 364444

ACCEPTANCE OF APPOINMENT AS REGISTERED AGENT FOR

GATEWAY AMERICA, INC.

96 SEP -9 PM 3+36

STATE OF FLORIDA)	TALLAHAUSIA.	TALLAHAESEE, FLORID,
COUNTY OF BROWARD)ss)		

COMES NOW Jonathan M. Rowe and states as follows; That I am familiar with and accept the obligations of Section 607.0505 of the Florida Statutes and I do hereby accept the appointment as Registered Agent for the above corporation.

IN WITNESS WHEREOF, the undersigned has set his hand on this day of August, 1996.

Jonathan M. Rowe

THE FOREGOING instrument was acknowledged before me this 30th day of August, 1996, by Jonathan M. Rowe who produced Florida Dawes License as identification.

Notary Public, State of Florida

Notary Public - State of Florida Susan T. Putnam Commission expires April 14, 1998 Commission No. CC 364444