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Over 30 Years of Combined Law Practice

October 1, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200001967722
-10/08/96--01102--012
****122.50 ****122.50

RE: Filing Articles of Incorporation for **CLASSIC ENTERPRISE NETWORKS, INC.**

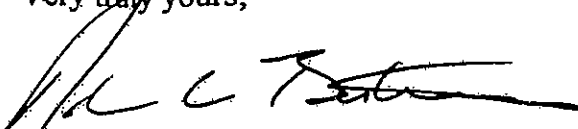
Gentlemen:

Enclosed are the Articles of Incorporation for a corporation to be incorporated as **CLASSIC ENTERPRISE NETWORKS, INC.** Enclosed is our check in the amount of \$122.50 representing the following:

Filing Fees	\$35.00
Designation of Registered Agent	\$35.00
Certificated Copy of Articles	<u>\$ 52.50</u>
	\$122.50

If you have any questions, please feel free to contact me at (813) 855-4663.

Very truly yours,



Robert C. Bishop, Esquire
KUTCHINS, BISHOP & SCHULTZ, P.A.

RCB/rw
Enclosures

AL OCT 11 1996

FILED
96 OCT -7 PM 6:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CLASSIC ENTERPRISE NETWORKS, INC.**

FILED
96 OCT -7 PM 6:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby
forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be:

CLASSIC ENTERPRISE NETWORKS, INC.

ARTICLE II - ADDRESS

The principal address of the corporation shall be:

16117 U.S. 19 North
Clearwater, Florida 34624

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The general character or nature of the business to be transacted by this

Corporation is to do any and all legal acts as permitted under the laws of the United States and Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 7500 shares of voting common stock, each having the par value of \$1.00.

ARTICLE VI - NAME AND ADDRESS OF INITIAL REGISTERED AGENT

The name and address of its initial Registered Agent is:

NAME	ADDRESS
Robert C. Bishop	3974 Tampa Road P.O. Box 1063 Oldsmar, Florida 34677

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member:

NAME	ADDRESS
Gary J. Gebhart	16117 U.S. 19 North Clearwater, Florida 34624

ARTICLE VIII - INCORPORATOR

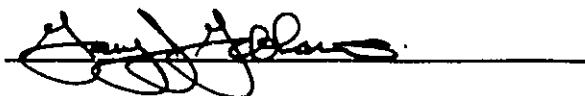
The name and address of the person signing these Articles of
Incorporation is:

NAME	ADDRESS
Gary J. Gebhart	16117 U.S. 19 North Clearwater, Florida 34624

ARTICLE IX - DATE OF COMMENCEMENT

The date of commencement of corporation existence to commence upon
the filing of the Articles herein by the Department of State.

IN WITNESS THEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 1st day of October, 1996.



Gary J. Gebhart, Incorporator

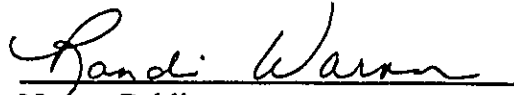
STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in
the State and County set forth above personally appeared and personally
known to me, GARY J. GEBHART, who acknowledged to me that he
executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed

my official seal, in the State and County aforesaid, this 1st day of October, 1996.


Notary Public
State of Florida at Large

My Commission Expires:



Randi Warner
My Commission CC684088
Expires Sep. 10, 2000

DEPARTMENT OF STATE

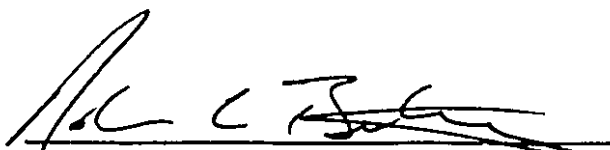
Certificate designating place of business or domicile for the Service of
Process within this State, Naming Agent upon whom Process may be served.

The following is submitted, in compliance with Chapter 48.091, Florida
Statutes:

CLASSIC ENTERPRISE NETWORKS, INC., a corporation organized (or
organizing) under the laws of the State of Florida with its principal office at
16117 U.S. 19 North, Clearwater, Florida 34624, County of Pinellas, State of
Florida, and names Robert C. Bishop, 3974 Tampa Road, P.O. Box 1063,
Oldsmar, Florida 34677, County of Pinellas, State of Florida, as its agent to
accept service of process with the State.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and that of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.


Robert C. Bishop, Registered Agent

Filing Fee: \$122.50

AFFIDAVIT:

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared ROBERT C. BISHOP, who is personally known to me, and who, being duly sworn, deposes and says that he executed the foregoing instrument for the purposes expressed therein.

SWORN TO and subscribed before me this 1st day of October, 1996.


Notary Public, State of Florida at Large

My commission expires:



Randi Warner
My Commission CC684068
Expires Sep. 10, 2000

FILED
96 OCT -7 PM 6:33
TALLAHASSEE, FLORIDA
SECRETARY OF STATE