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96 NOV -6 PM 1:24
TALLAHASSEE, FLORIDA

October 31 1996

Secretary of State
Division of Corporations
P.O. Box 6377
Tallahassee, Florida 32314

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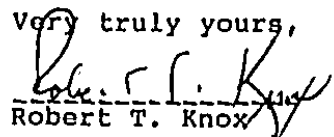
RE: Call Centers Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Robert T. Knox

Call Centers Inc.
8751 West Broward Blvd.
Suite 410
Plantation, Florida 33324

Phone #954 474 3366

F. CHURCHMAN NOV 8 1996

ARTICLES OF INCORPORATION

of
Call Centers, Inc.
(name of corporation)

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Call Centers, Inc.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Robert T. Knox</u>		
ADDRESS	<u>420 US Highway One Suite N</u>		
CITY	<u>North Palm Beach</u>	FLORIDA	ZIP <u>33408</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Call Centers, Inc.</u>		
ADDRESS	<u>8751 West Broward Blvd Suite 410</u>		
CITY	<u>Plantation</u>	FLORIDA	ZIP <u>33324</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Robert T. Knox</u>		
ADDRESS	<u>420 US Highway One Suite N</u>		
CITY	<u>North Palm Beach</u>	STATE <u>Florida</u>	ZIP <u>33408</u>
NAME	<u>Edward E. Dockray</u>		
ADDRESS	<u>104 Orlando Drive</u>		
CITY	<u>North Providence</u>	STATE <u>Rhode Island</u>	ZIP <u>02904</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Robert T. Knox		
ADDRESS	420 U.S. Highway One Suite 15 N		
CITY	North Palm Beach	STATE	Florida ZIP 33408
NAME	Edward E. Decker		
ADDRESS	104 Orlando Drive		
CITY	North Providence	STATE	Rhode Island ZIP 02904
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 29 day of October, 1996.

Robert T. Knox (Seal)
E. E. Decker (Seal)
 (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

Call Centers, Inc.
(name of corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
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 420 U.S. Highway One, Suite 15N
North Palm Beach, Florida 33408

has named Robert T. Knox
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Robert T. Knox
(registered agent)