

FLORIDA MANAGEMENT SERVICES
INDEPENDENT ACCOUNTANTS IN PUBLIC PRACTICE

P96 000 100 898

Florida Department of State
Corporate Records
P. O. Box 6327
Tallahassee, Florida 32301

900002011/19/96--0
-11/21/96--01046--017
****122.50 ****122.50

Re: Incorporation Application - NetOne Incorporated

Attached are the Articles of Incorporation for the above
referenced Corporation and the necessary filing fees as follows:

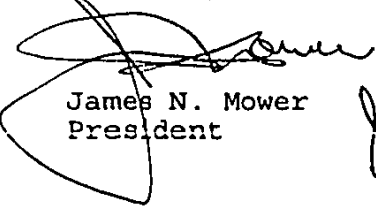
Filing fees:	\$35.00
Designation of Registered Agent:	\$35.00
Certified Copy:	\$52.50

	\$122.50
	=====

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 12 PM 3:32

Please send the certified copy of the articles to the address
below.

Sincerely,


James N. Mower
President

Jeff Anderson
gave permission
to chg. corp name
12/13/96

WB-05096
6/19
12/13



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 2, 1996

JAMES N. MOWER
5201 WEST KENNEDY BLVD. STE 530
TAMPA, FL 33609

SUBJECT: NETONE INCORPORATED
Ref. Number: W96000025096

We have received your document for NETONE INCORPORATED and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 496A00053859

WITH CONSENT OF NET I L.P. FOR USE
OF SIMILAR NAME PER ATTACHED.
PLEASE CALL JAMES MOWER @ 813-870-3292
IF THERE IS A PROBLEM. THANK YOU.

ARTICLES OF INCORPORATION

OF

NetOne Group Incorporated

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 12 PM 3:32

ARTICLE I. NAME AND ADDRESS

The name and principal address of the corporation shall be:

NetOne Group Incorporated

4900-F Creekside Drive
Clearwater, Florida 34620

ARTICLE II. NATURE OF BUSINESS

The 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 7,500 shares
of common stock having a par value of \$1 per share.

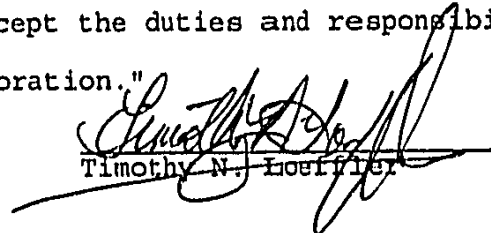
ARTICLE IV. REGISTERED AGENT ADDRESS

The street address of the initial registered office of the
corporation shall be:

9795 86th Ave. N.
Largo, Florida 33777

The name and written acceptance of the initial registered agent of
the corporation at that address is as follows:

"I hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation."


Timothy N. Louffier

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have three directors, initially. The name and street address of the initial members of the Board of

Directors are:

Director	Timothy N. Loeffler 9795 86th Ave. N. Largo, Florida 33777
Director	James N. Mower 9755 1st Street NE St. Petersburg, Florida 33702
Director	Jeffrey M. Arthur 4900-E Creekside Drive Clearwater, Florida 34620

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

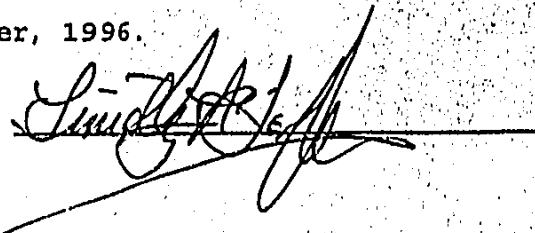
President	Timothy N. Loeffler 9795 86th Ave. N. Largo, Florida 33777
V.P./Secretary/Treasurer	James N. Mower 9755 1st Street NE St. Petersburg, Florida 33702
Vice President	Jeffrey M. Arthur 4900-E Creekside Drive Clearwater, Florida 34620

ARTICLE VIII. SUBSCRIBER

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

Timothy N. Loeffler
9795 86th Ave. N.
Largo, Florida 33777

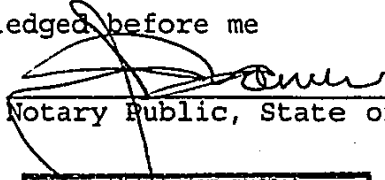
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 15th day of November, 1996.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 12 PM 3:32

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me
this 15th day of November, 1996.


Notary Public, State of Florida

