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DEPARTMENT OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.  
CONTACT: JOHNNY C RODRIQUEZ  
PHONE: (305)672-0686

ACCT#: 073171003004

FAX #: (305)672-9110

NAME: COMINIQUE, INC.

AUDIT NUMBER.....H96000017937

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

CERT. COPIES.....0

PAGES..... 4

DEL.METHOD.. FAX

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1096-2687/

12/27/96  
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496A-52425

Articles of Incorporation  
of  
Cominique, Inc.

Article I. Name

The name of this Florida corporation is:  
Cominique, Inc.

Article II. Address

The mailing address of the Corporation is:  
Cominique, Inc.  
28100 U.S. Highway 19 North, Suite 408  
Clearwater FL 34621

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Corporate Creations  
15210 Amberly Drive • Suite 328  
Tampa FL 33647

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:  
James W. Freeman, Jr.

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations  
15210 Amberly Drive, Suite 328  
Tampa FL 33647

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective December 23, 1996

The undersigned incorporator executed these Articles of Incorporation on December 23, 1996

Corporate Creations

By: 

Julio C. Esquivel President

Corporate Creations  
15210 Amberly Drive, Suite 328  
Tampa FL 33647  
(813) 977-5203

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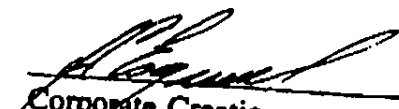
**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:  
Cominique, Inc.

REGISTERED AGENT:  
Corporate Creations  
15210 Amberly Drive • Suite 328  
Tampa FL 33647

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
Corporate Creations  
Julio C. Esquivel, President

Date: December 23, 1996

Corporate Creations  
15210 Amberly Drive, Suite 328  
Tampa FL 33647  
(813) 977-5203

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: TAMPA CORPORATE SERVICES, INC. D/B/A CORPORA  
CONTACT: JULIO C EXQUIVEL  
PHONE: (813)977-5203

ACCT#: 105404002242

FAX #: (813)632-2797

NAME: COMINIQUE, INC.

AUDIT NUMBER.....H97000001964

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

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PAGES..... 2

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## Articles of Amendment

### Article I. Name

The name of this Florida corporation is: Cominique, Inc. (the "Corporation").

### Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the text of Article II is deleted in its entirety and replaced with the following:

The mailing address of the Corporation is:

Cominique, Inc.  
334 East Lake Road, Suite 157  
Palm Harbor FL 34685

### Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on February 3, 1997.

### Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

An authorized representative of the Corporation executed these Articles of Amendment on February 3, 1997.

Cominique, Inc.

By: 

Julio C. Esquivel

Its: Assistant Secretary

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