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(Date)

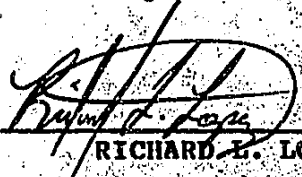
Secretary of State
The Capitol
Division of Corporation
P.O. BOX 6327
Tallahassee, FL 32314

Dear Sirs

I am enclosing an original and a copy, duly executed of the
Article of Incorporation of FLASH MESSENGER SERVICES, INC.
_____ with a money order to cover the fees in
the amount of \$122.50.

I am also enclosing a self stamped envelope so you can forward
our copy with the proper charter and number.

Sincerely,



RICHARD E. LOPEZ

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****122.50 ****122.50

8001 N.W. 7 St. Suite#2

Miami, FL 33126

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED

97 JAN 17 PM 12:09

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the Corporation shall be:
FLASH MESSENGER SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

The Principal Place of Business (PPB) and mailing address of this corporation shall be:

8001 N.W. 7 Street, Suite #2, Miami, Florida. 33126

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 FIVE HUNDRED OUTSTANDING SHARES AT \$1.00 per share

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS.

The name and address of the Initial registered agent is:

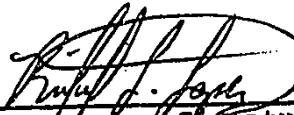
RICHARD L. LOPEZ
8001 N.W. 7 Street, Suite #2
Miami, Florida. 33126

ARTICLE V INCORPORATOR(S)

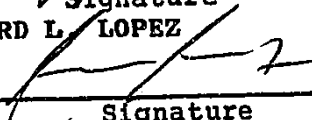
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

RICHARD L. LOPEZ, 8001 N.W. 7 Street, Suite #2, Miami, Florida. 33126
JORGE A. MARTINEZ, 665 N.W. 85 Place, Suite #203, Miami, Florida. 33126

The undersigned incorporator(s) has (have) executed these Articles
of Incorporation this 15 day of January, 1997.



Signature
RICHARD L. LOPEZ



Signature
JORGE A. MARTINEZ

Signature

ARTICLES OF INCORPORATION

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE.**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: FLASH MESSENGER SERVICES, INC.

8001 N.W. 7 St. Suite #2, Miami, Fl. 33126

2. The name and street address of the registered agent and office is:

RICHARD L. LOPEZ

Name

8001 N.W. 7 Street, Suite#2

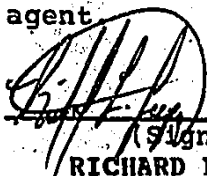
Address

Miami, Florida. 33126

City/State/Zip Code

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97 JAN 17 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent



(Signature)

RICHARD L. LOPEZ

1/15/97

(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA 32314