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February 12, 1997

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee FL 32399

FILED
97 FEB 10 PM 1:12
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

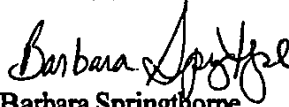
Re: **Excel Corporate Communications Group, Inc.**

Dear Sir or Madam:

Enclosed please find for immediate filing the "Articles of Incorporation of Excel Corporate Communications Group, Inc." Also enclosed is a check in the amount of \$131.25, payment for the filing fee and a certificate of good standing. Please date-stamp the second original and return it and the certificate of good standing to the corporation at the following address: 433 Plaza Real, Suite 365, Boca Raton FL 33432.

Please contact me if you need any additional information in order to complete this filing.
Thank you.

Sincerely yours,


Barbara Springthorpe
561-650-7959

Enclosures
c: James R. Hedrick

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**ARTICLES OF INCORPORATION
OF
EXCEL CORPORATE COMMUNICATIONS GROUP, INC.**

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the Corporation is **EXCEL CORPORATE COMMUNICATIONS GROUP, INC.**

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

STREET AND MAILING ADDRESS

The street and mailing address of the Corporation shall be:

433 Plaza Real, Suite 365
Boca Raton FL 33432

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

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ARTICLE V
CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock with \$0.01 par value per share.

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 433 Plaza Real, Suite 365, Boca Raton FL 33432. The name of the initial registered agent of the Corporation at that address is James R. Hedrick.

ARTICLE VII
INITIAL DIRECTOR

The corporation shall have two (2) directors initially. The names and addresses of the directors are:

<u>Name</u>	<u>Address</u>
James R. Hedrick	433 Plaza Real, Suite 365 Boca Raton FL 33432
Frank J. Rosso	433 Plaza Real, Suite 365 Boca Raton FL 33432

ARTICLE VIII
BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE IX
INCORPORATOR

The name and address of the Incorporator is as follows:

Name

Address

James R. Hedrick

433 Plaza Real, Suite 365
Boca Raton FL 33432

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 17th day of January, 1997.

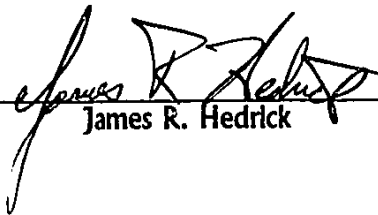

James R. Hedrick

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, James R. Hedrick, am familiar with and accept the obligations of the appointment as the initial registered agent of **EXCEL CORPORATE COMMUNICATIONS GROUP, INC.**, as made in the foregoing Articles of Incorporation.

DATED: January 17th, 1997

By:


James R. Hedrick

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