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CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

No 53809

RE: VOICELINK OF FLORIDA, Inc

NAME
FIRM
ADDRESS

PHONE ()

Service: Top Priority Regular
One Day Service Two Day Service

To us via Return via

Matter No.: Express Mail No.

State Fee \$ Our \$

FILED
97 APR 15 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K.R. APR 15 1997

REQUEST TAKEN CONFIRMED APPROVED
DATE 4/15/97
TIME 4:00
BY DK

WALK-IN Will Pick Up

Table with columns: C.C. FEE, DISBURSED. Rows include: Capital Express, Art. of Inc. File, Corp. Record Search, Ltd. Partnership File, Foreign Corp. File, Cert. Copy(s), Art. of Amend. File, Dissolution/Withdrawal, C U S-, Fictitious Name File, Name Reservation, Annual Report/Reinstatement, Reg. Agent Service, Document Filing, Corporate Kit, Vehicle Search, Driving Record, Document Retrieval, UCC 1 or 3 File, UCC 11 Search, UCC 11 Retrieval, File No.'s, Copies, Courier Service, Shipping/Handling, Phone, Top Priority, Express Mail Prep., FAX.

Table with columns: FEE, DISBURSED, SURCHARGE, TAX on corporate supplies, SUBTOTAL, PREPAID, BALANCE DUE. Includes vertical stamp: DIVISION OF CORPORATION 97 APR 15 PM 1:43 RECEIVED

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

ARTICLES OF INCORPORATION

OF

VOICELINK OF FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **VOICELINK OF FLORIDA, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 1000 West McNab, Pompano Beach, FL 33069.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten million (10,000,000) shares having a par value of (\$.01) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Mark G. Bodner, Patricia Lourmais, P.A., 309 Lake Avenue, Lake Worth, Florida 33460.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

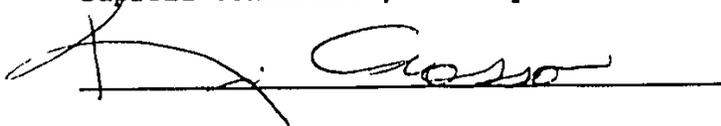
The name and address of each member of the initial Board of Directors of the corporation is

President and C.O.O., Van Page, 3220 Pointe PKWY, Norcross, GA 30092.

CEO, Robert V. Thomas, 1300 W. Walnut Hill Ln., Irving Tx, 75038.
Director of Marketing, Ervin Cherry, 2505 Center St., Ft. Lauderdale, FL 33305.

The undersigned has executed these Articles of Incorporation this 15th day of April 1997.

"Capital Connection, Inc. by Kim Crosson, Office Manager"

A handwritten signature in cursive script, appearing to read "Kim Crosson", is written over a horizontal line.

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: VOICELINK OF FLORIDA, INC.

2. The name and street address of the registered agent office is: MARK G. BODNER, ESQ

309 LAKE AVENUE

LAKE WORTH, FL. 33460

FILED
9 APR 15 PM 3:13
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.

Mark G. Bodner