



P. 97000038041

ACCOUNT NO. : 072100000032

REFERENCE : 347175 4352702

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 122.50

ORDER DATE : April 29, 1997

ORDER TIME : 9:52 AM

ORDER NO. : 347175-005

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CUSTOMER NO: 4352702

CUSTOMER: James L. Turner, Esq
WILLIAMS PARKER HARRISON DIETZ
& GETZEN
200 South Orange Avenue

Sarasota, FL 34230-3258

DOMESTIC FILING

NAME: TROPIX COMMUNICATIONS
INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS:

ALLAHOPE, FLORIDA
APR 29 11:13
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ARTICLES OF INCORPORATION

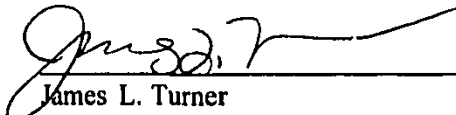
OF

TROPIX COMMUNICATIONS INTERNATIONAL, INC.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is Tropix Communications International, Inc.
2. Principal Office. The principal office of the Corporation is 1700 Ben Franklin Drive, Penthouse B, Sarasota, Florida 34236.
3. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$0.01 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.
4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.
5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is James L. Turner, Esquire, 200 South Orange Avenue, Sarasota, Florida 34236. By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with the obligations of that position.
6. Incorporator. The name and address of the incorporator of the Corporation is James L. Turner, Esquire, 200 South Orange Avenue, Sarasota, Florida 34236.

Dated this 28th day of April 1997.


James L. Turner
Incorporator and Registered Agent