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5/06/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KYLE L WHITE

PHONE: (407)843-4600

FAX #: (407)843-4444

NAME: E.PORT INC.

AUDIT NUMBER.....H97000007422

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

CERT. OF STATUS..0 PAGES..... 3

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ARTICLES OF INCORPORATION

OF

e.PORT INC.

ARTICLE I - NAME

The name of this corporation is e.PORT INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 4630 South Kirkman Road, Suite 200, Orlando, Florida 32811.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue TWENTY MILLION (20,000,000) shares of ONE CENT (\$0.01) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Bradford D. West, Esquire.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

John L. Bonaccorso

4630 South Kirkman Road, Suite 200  
Orlando, Florida 32811

This document was prepared by:

BRADFORD D. WEST, ESQUIRE

Florida Bar Number: 769525  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
P. O. Box 2809  
Orlando, Florida 32802-2809  
(407) 843-4600

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Terrance J. Shade

4630 South Kirkman Road, Suite 200  
Orlando, Florida 32811

William Leonard

4630 South Kirkman Road, Suite 200  
Orlando, Florida 32811

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

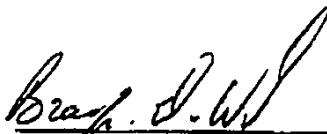
Bradford D. West

215 North Eola Drive  
Orlando, Florida 32801

ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5 day of May, 1997.

  
\_\_\_\_\_  
Bradford D. West, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of e.PORT INC.

  
\_\_\_\_\_  
Bradford D. West

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of e.PORT INC.

  
\_\_\_\_\_  
Bradford D. West

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