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APRIL 1, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32301

Re: ARTICLES OF INCORPORATION
PEOPLES PAGING SYSTEMS, INC.

Dear Sirs,

Enclosed you will find my check in the amount of \$122.50 which pays the filling fee, Resident agent fee, and certified copy of the Articles of Incorporation included herein.

Thank you for your consideration in this matter, and if you have any questions, please contact me immediately.

Very truly yours,



DALIA MELENDEZ
680 SO. MILITARY TR. SUITE B
WEST PALM BEACH, FL 33415
(561) 478-1777

MAY 14 1997

FILED
97 MAY 12 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 MAY 12 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF CORPORATION

OF

PEOPLES PAGING SYSTEMS, INC.

ARTICLE I

NAME

The name of this Corporation shall be :

PEOPLES PAGING SYSTEMS, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of operating as BEEPER BUSINESS transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this corporation is 9755 NW 52ND STREET #115, MIAMI, FLORIDA 33178 and the name of the initial registered agent of this corporation at the above address is: KAREN RAMIREZ

ARTICLE V

DIRECTORS

This corporation shall have one (1) Director(s) initially. The number of Directors may be either increased or diminished from time to time by-laws but shall never be less than one. The name and address of the initial Director(s) of this corporation is:

KAREN RAMIREZ
9755 NW 52ND STREET #115
MIAMI, FL. 33178

ARTICLE VI

INCORPORATORS

The name and address of the person(s) signing these Articles is:

KAREN RAMIREZ
9755 NW 52ND STREET #115
MIAMI, FL. 33178

ARTICLE VII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

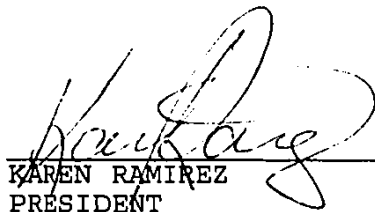
The corporation shall indemnify any officer or director or former officer former director to the full extent permitted by law.

ARTICLE IX

AMENDMENT

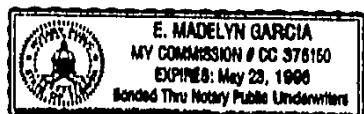
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 10th OF APRIL, 1997


KAREN RAMIREZ
PRESIDENT

COUNTY OF PALM BEACH
STATE OF FLORIDA

I HEREBY CERTIFY that on this 10TH DAY OF APRIL, 1997 personally appeared before me, the undersigned authority, KAREN RAMIREZ, to me well known and known to me to the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.




E. MADELYN GARCIA
NOTARY PUBLIC, STATE OF FLA.
MY COMMISSION EXPIRES:

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED:

PEOPLES PAGING SYSTEMS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT 3277-D LAKE WORTH ROAD, LAKE WORTH FLORIDA 33415, COUNTY OF PALM BEACH, STATE OF FLORIDA AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


CORPORATE OFFICER

pres.
TITLE

04/22/97
DATE

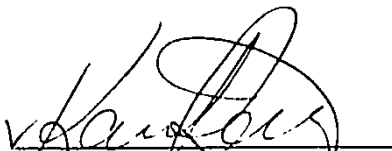
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAY 12 AM 8:10

FILED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT OF SAID CORPORATION, AND I HEREBY COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE



DATE

04/22/97