

P97000049983

WILLIAM H. BROTHERS
400 SOUTH FEDERAL HIGHWAY
STUART, FLORIDA 34994
(561) 220-2600

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN -4 AM 8:48

June 3, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: AMERICAN NETCOM, INC.

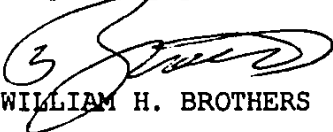
800002201968--3
-06/04/97--01101-017
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with check in the amount of \$122.50.

This represents the cost of the filing fees, certified copy of the Articles of Incorporation, and fee for Registered Agent Designation for the above named Corporation.

Very truly yours,


WILLIAM H. BROTHERS

Enc.

RP
6-6-97

**ARTICLES OF INCORPORATION
OF
AMERICAN NETCOM, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN -4 AM 8:48

The undersigned subscribes to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be:

AMERICAN NETCOM, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office, its principal address, and the mailing address of the corporation shall be 400 South Federal Highway, Stuart, Florida 34994 and the name of the initial registered agent of this corporation at that address is William H. Brothers.

ARTICLE V - TERMS OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

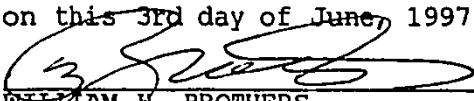
William H. Brothers
400 South Federal Highway
Stuart, Florida 34994

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

William H. Brothers
400 South Federal Highway
Stuart, Florida 34994

IN WITNESS WHEREOF, the above named incorporator has hereunto set his hand and seal on this 3rd day of June, 1997.



WILLIAM H. BROTHERS

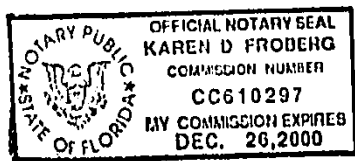
STATE OF FLORIDA)
 SS
COUNTY OF MARTIN)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared WILLIAM H. BROTHERS, known personally to me, and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 3rd day of June, 1997.

(SEAL)


KAREN D. FROBERG, Notary Public
State of Florida
My Commission Expires: Dec. 26, 2000



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN -4 AM 8:48

**CERTIFICATE OF REGISTERED AGENT
OF
AMERICAN NETCOM, INC.**

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered and principal office as indicated in the Articles of Incorporation

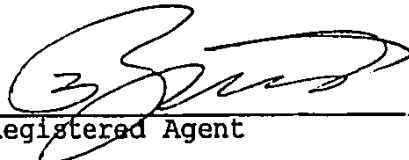
at 400 South Federal Highway
Stuart, Florida 34994

has named WILLIAM H. BROTHERS

located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this Certificate and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.



Registered Agent

DATE: June 3, 1997