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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 6, 1997

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: CDS Communications, Inc.

100002207961--9
-06/10/97--01089--005
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$78.75

This represents the cost of the Filing Fees, and Certificate for the above named corporation.

Carl S. Stone

Carl S. Stone
6526 Country Club Road
Wesley Chapel, FL 33544
813-991-0091

encl.

PA
6/11/97

ARTICLES OF INCORPORATION

OF

CDS Communications, Inc.

FILED

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RECORDED & INDEXED
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: CDS Communications, Inc.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - PREEMPTIVE RIGHTS

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of \$1.00 (one dollar) par value Common Stock, which shall be designated "common shares".

ARTICLE VI - INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is **6526 Country Club Road, Wesley Chapel, FL 33544** and the name of the corporation's initial registered agent at such address is **Carl S. Stone**.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors 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 names and addresses of the initial directors of this corporation is as follows:

Deborah R. Stone
6526 Country Club Rd.
Wesley Chapel, FL 33544

Carl S. Stone
6526 Country Club Rd.
Wesley Chapel, FL 33544

ARTICLE VIII - SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation and the number of shares that each subscriber agrees to take is:

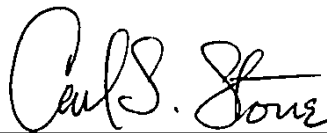
<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Deborah R. Stone	6526 Country Club Rd. Wesley Chapel, FL 33544	255
Carl S. Stone	6526 Country Club Rd. Wesley Chapel, FL 33544	245

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the Stockholders, and approved at a stockholders meeting by at least 60% (sixty percent) of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation is made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8 day of JUNE, 1997.


Deborah R. Stone


Carl S. Stone

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CERTIFICATE AND ACKNOWLEDGMENT

OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

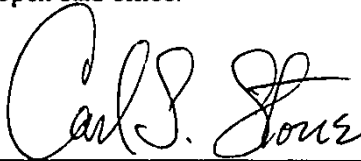
CDS Communications, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its principal and registered office as indicated in the Articles of Incorporation at **6526 Country Club Rd., Wesley Chapel, FL 33544** has named **Carl S. Stone** located at the same aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, 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)