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GRAY, HARRIS & ROBINSON

J. CHARLES GRAY
GORDON H. HARRIS
RICHARD M. ROBINSON
PHILLIP W. FINCH
PAMELA O. PRICE
JAMES F. PAGE, JR.
WILLIAM A. BOYLES
THOMAS A. CLOUD
BYRD F. MARBHALL, JR.
J. MASON WILLIAMS, III
LEO P. ROCK, JR.
G. ROBERTSON DILG
CHARLES W. BELL
JACK A. KIRSCHENBAUM
RICHARD E. BURKE
GUY S. HAGGARD
FREDERICK W. LEONHARDT
BORRON J. OWEN, JR.
MICHAEL K. WILSON
JEFFREY D. KEINER
PAUL S. QUINN, JR.
DAVID L. SCHICK
JACK K. McMULLEN
SUBAN T. SPRADLEY
MICHAEL E. NEUKAMM
DONALD A. NOHRR
PHILIP F. NOHRR
WILLIAM G. BOLTIN, III

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
SUITE 1200
201 EAST PINE STREET
POST OFFICE BOX 3088
ORLANDO, FL 32802-3068
TELEPHONE (407) 843-8880
FAX (407) 244-5600

WRITER'S DIRECT DIAL
244-5631

E-MAIL ADDRESS

September 2, 1997

R. LEE BENNETT
TRACY A. MARSHALL
JOHN A. KIRST, JR.
WILBUR E. BREWTON
KENNETH J. PLANTE
MICHAEL E. WRIGHT
WILLIAM A. GRIMM

KENT L. HIPP
ROBERT L. BEALS
DONALD H. GIBSON
KIMBERLY NOWORYTA SUNNER
CHRISTOPHER J. COLEMAN
BRUCE M. HARRIS
R. DEAN CANNON, JR.
FRANK A. HAMNER
RICHARD A. RODGERS
ALISON M. YURKO
KELLY M. FITZGERALD
LEE M. KILLINGER
J. SCOTT SIMS
CATHERINE M. PECK

OF COUNSEL
MALCOLM R. KIRSCHENBAUM
SYDNEY L. JACKOWITZ
THEODORE L. SHINKLE
LILA INGATE MCHENRY

Our File No.: 211346-1

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-09/01/97--01051--019
*****70.00 *****70.00

Re: Via Atlantic, Inc.

Dear Sir:

Enclosed are the original and one (1) copy of the Articles of Incorporation of the above-referenced proposed corporation.

Please file the Articles of Incorporation, indicate the filing on the enclosed copy, and return the copy to the undersigned.

Also enclosed is the certificate of acceptance as registered agent for service of process within this State.

A check is also enclosed in the total amount of \$70.00 to cover the \$35.00 filing fee and the \$35.00 fee for designation of registered agent.

Sincerely,

Barbara Buchanan

Barbara S. Buchanan
Paralegal

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 SEP -4 AM 9:26

BSB:vlh
Enclosures

BSBVIATLANTCORRSECTYST.1

MELBOURNE
(407) 727-8100

ORLANDO
(407) 843-8880

TALLAHASSEE
(904) 228-7717

9/18/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -4 AM 9:26

**ARTICLES OF INCORPORATION
OF
VIA ATLANTIC, INC.**

ARTICLE I - NAME

The name of this corporation is VIA ATLANTIC, INC.

ARTICLE II - ADDRESS

The principal office of the corporation is 3883 Eagles Place, Titusville, Florida 32796.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

3883 Eagles Place
Titusville, FL 32796

The name of the initial registered agent of this corporation at that address shall be:

Elizabeth Alaimo

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

B. The names and addresses of the initial directors and officers of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Christopher B. Jones	545 Wilson Avenue Satellite Beach, FL 32937	Director President
Roy Pagano	Via Colbuccaro #7 Corridonia ML Italy	Director Secretary
Elizabeth B. Alaimo	3883 Eagles Place Titusville, FL 32796	Director Treasurer

ARTICLE VIII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Christopher B. Jones	3883 Eagles Place Titusville, FL 32796

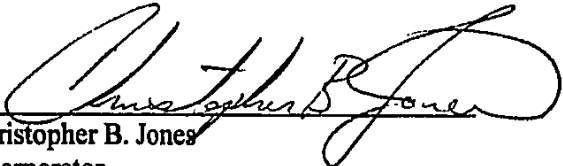
ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 22 day of August, 1997.


Christopher B. Jones
Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 22 day of August,
1997, by Christopher B. Jones.


Signature of Notary Public

BARBARA A. SLAGLE
(Print Notary Name)

My Commission Expires: 2/17/98
Commission No.: CC 348921

AFFIX NOTARY STAMP



Personally known, or
 Produced Identification

Type of Identification Produced:


FLORIDA DRIVERS LICENSE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of VIA ATLANTIC, INC., I hereby accept and agree to act in this capacity.


Elizabeth Alaimo