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RAYMOND RIPLEY, JR.
-- ACCOUNTANTS, INC. --

235 Northeast 6th Avenue
Post Office Box 807
Delray Beach, Florida 33447
Telephone: (407) 272-7424 (407) 734-4454
Enrolled to Practice Before the
Internal Revenue Service

August 29, 1997

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900002292528-0092
-09/15/97-01032-0092
*****70.00 *****70.00

RE: Articles of Incorporation
D&S COMMUNICATIONS OF SOUTH FLORIDA, INC.

Gentlemen:

Enclosed are the notarized Articles of Incorporation for D&S COMMUNICATIONS OF SOUTH FLORIDA, INC. the Articles of Incorporation, and a check for \$70.00 to cover the various filing fees. Please accept these Articles of Incorporation for filing and assign the corporation a charter number.

You may send the dated copy of the articles to:

Raymond Ripley, Jr.
235 Northeast 6th Avenue
Delray Beach, Florida 33483

Thank you for your help.

Sincerely,

RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.

Raymond Ripley, Jr.

Raymond Ripley, Jr.

Ray Ripley
AUTHORIZATION BY PHONE TO
CORRECT *art. 4*

DATE *9/16/97*

DOC. EXAM *PM*

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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9/16/97

ARTICLES OF INCORPORATION

D&S COMMUNICATIONS OF SOUTH FLORIDA, INC.

The undersigned subscribers 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 OF CORPORATION

The name of this corporation is D&S COMMUNICATIONS OF SOUTH FLORIDA, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in, acquire, own, control, and transact any and all activities permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock at a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the principal office of the corporation shall be 7615 Cedar Hurst Court, Lake Worth, Florida, 33467 and the name of the initial registered agent of the corporation shall be Steven Santoro 7615 Cedar Hurst Court, Lake Worth, Florida, 33467.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

(2)

ARTICLE VI. DIRECTORS/INCORPORATORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the Corporation. The name and street address of the initial members of the Board of Directors and Incorporators is:

<u>Name</u>	<u>Address</u>
Steven Santoro	7615 Cedar Hurst Court Lake Worth, Florida, 33467
Deborah Santoro	7615 Cedar Hurst Court Lake Worth, Florida, 33467

IN WITNESS WHEREOF, the undersigned has hereunto set there hands and seal on this 29th day of August, 1997. This corporation shall be effective on filing of these Articles of Incorporation with the Secretary of State.



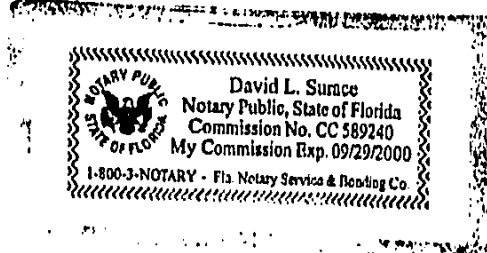
Subscriber



Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 29th day of August, 1997.





Notary Public
My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

D&S COMMUNICATIONS OF SOUTH FLORIDA, INC. desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation, in the County of
Palm Beach, State of Florida, has named Steven Santoro, located at 7615
Cedar Hurst Court, Lake Worth, Florida, 33467, as it's agent to accept
service of process within this State.

ACKNOWLEDGEMENT

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 said Act relative to keeping open said office.


Steven Santoro

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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