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From 10/1/97 Sender's FedEx Account Number 2174-6771-3
 Sender's Name Eric Zimmerman Phone (Area Code) (305) 655-3533
 Company AMERICAN TELLER & COMM
 Address 18267 NE FOURTH CT
 City NORTH MIAMI BEACH State FL ZIP 33162
 Your Internet Billing Reference Information _____

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(if known):

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Eric GAVE
 AUTHORIZATION BY PHONE TO
 CORRECT art. 5
 DATE 10/3/97
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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ARTICLES OF INCORPORATION

of

American Teller Corp

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) 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:

American Teller Corp

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 activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:
The Registered Office & the Principal Office are the same.

NAME	<u>Julia Holley</u>		
ADDRESS	<u>18267 N.E. 4th Court</u>		
CITY	<u>N. Miami</u>	FLORIDA	FL
			ZIP <u>33162</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) 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 director(s) of the corporation are as follows:

NAME	<u>Julia Holley</u>		
ADDRESS	<u>18267 N.E. 4th Court</u>		
CITY	<u>N. Miami</u>	STATE	<u>Florida</u>
			ZIP <u>33162</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME <u>Julia Holley</u>		
ADDRESS <u>18267 N.E. 4th Court</u>		
CITY <u>N. Miami</u>	STATE <u>Florida</u>	ZIP <u>33162</u>
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1st day of October, 1997.

Julia Holley (Seal)
 _____ (Seal)
 _____ (Seal)

STATE OF FLORIDA)
 COUNTY OF Dade) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Julia Holley

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that T executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 1st day of OCTOBER, 1997.

(Notary Seal)

Carmella LaFauci
 (Notary Public, State of Florida at Large)

CARMELLA LAFAUCI
 Notary Public, State of Florida
 My Comm. expires June 28, 2000
 No. C0547572

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

American Teller Corp

(name of corporation)

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 registered office as indicated in the Articles of Incorporation

at 18267 N.E. 4th Court

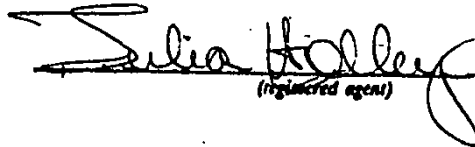
N. Miami, FL 33162

has named Julia Holley

located at the aforesaid address, as its Registered 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 Florida Law in keeping open said office.


(registered agent)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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