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LAW OFFICES OF

MEYER, CAPEL, HIRSCHFELD, MUNCY, JAHN & ALDEEN, P.C.

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OF COUNSEL
AUGUST C. MEYER, JR.
RICHARD J. WINKEL, JR.
JOHN H. McCORD

February 19, 1998

JAMES L. CAPEL, JR. (1933-1991)

Via Federal Express #5986354953

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

500002436535--0
-02/20/98-01080-012
*****78.75 *****78.75

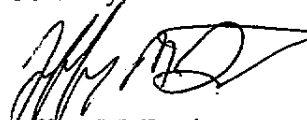
Re: Articles of Incorporation for DBS of Naples, Inc.

Dear Sir or Madam:

Enclosed please find two (2) original articles of incorporation for DBS of Naples, Inc. along with a check made payable to the Florida Department of State in the amount of \$78.75 which represents the appropriate filing fee. In addition, I have enclosed a Federal Express package in order that you may return a filed copy and the certificate of incorporation to me.

Thank you in advance for your assistance. If you have any questions, please do not hesitate to contact me.

Cordially,


Jeffrey M. Davis

JMD

Enclosures

FILED
98 FEB 20 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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February 18, 1998

98-24-98

ARTICLES OF INCORPORATION

OF

DBS OF NAPLES, INC.

FILED
98 FEB 20 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is DBS OF NAPLES, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall be 4001 N. Tamiami Trail, Suite 300, Naples, FL 34103.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

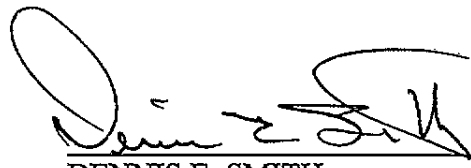
Kevin Coleman
Goodlette, Coleman & Johnson
4001 N. Tamiami Trail, Suite 300
Naples, FL 34103.

ARTICLE V - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Dennis E. Smith
1109 Sterling Drive
Champaign, IL 61821.


Dated this 18th day of February, 1998.


DENNIS E. SMITH

CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 19th day of February, 1998.



KEVIN COLEMAN

FILED
98 FEB 20 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA