

APR.27.1998 5:28PM COHEN, CHASE&HOFFMAN

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: COHEN, CHASE, HOFFMAN & TRAUTMAN, P.A.
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NAME: TOTAL COMMUNICATIONS SOLUTIONS, INC.

AUDIT NUMBER.....H98000007942

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION
OF
TOTAL COMMUNICATIONS SOLUTIONS, INC.

ARTICLE I - NAME

The name of this corporation is TOTAL COMMUNICATIONS SOLUTIONS, INC.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the day of filing these Articles of Incorporation. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
1,000,000	\$0.01	Common

This instrument prepared by:
Joseph Barry Schimmel, Esquire
Florida Bar No. 988683
Cohen, Chase & Hoffman, P.A.
9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156
(305) 670-0801

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ARTICLE V - OFFICERS

The initial officers of the Corporation shall be:

President	Jeffrey Hanft
Vice President	Jennifer Halquist
Secretary	Donald J. Aronin
Treasurer	Jeffrey Hanft

ARTICLE VI - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at 9400 S. Dadeland Boulevard, Suite 600, Miami, Florida 33156. The corporation's mailing address shall, initially, be located at the same address.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

REGISTERED AGENTSTREET ADDRESS OF
REGISTERED OFFICE

Joseph Barry Schimmel, Esquire

9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have four 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. The initial directors of this corporation are:

DIRECTORADDRESS

Jeffrey Hanft

3333 Poinciana Avenue
Coconut Grove, Florida 33131

Jennifer Halquist

308 Egret Lane
Weston, Florida 33327

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Donald J. Aronin

189 North Mill Road
Atlanta, Georgia 30328

Erica Aronin

189 North Mill Road
Atlanta, Georgia 30328

ARTICLE IX - INCORPORATOR

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

NAME

ADDRESS

Joseph Barry Schimmel, Esquire

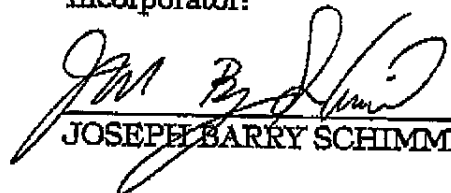
9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156

ARTICLE X - INDEMNIFICATION

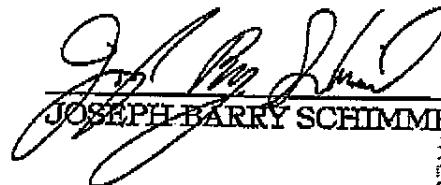
This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 27th day of April, 1998.

Incorporator:


JOSEPH BARRY SCHIMMEL

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation:


JOSEPH BARRY SCHIMMEL

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