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4300 Bayou Boulevard, Suite 17-D
P. O. Box 30052
Pensacola, Florida 32503-1052
E-mail jdsmith@n-a.net

Board Certified Business Litigation Telephone (850) 479-1126 Telecopier (850) 479-1128

June 2, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

100002551451---3 -06/08/98--01097--020 ****122.50 ****122.50

RE:

Gulf Coast Net@ccess

Incorporation

Our File No.: N3-00186

Gentlemen:

Enclosed herewith please find executed original and copy of Articles of Incorporation with respect to Gulf Coast Net@access.

Also enclosed please find our check in the amount of \$122.50 in payment of the following

fees:

Designation of Registered Agent 35.00
Filing Fee 35.00
Certified Copy 52.50
TOTAL \$122.50

Please file the Articles of Incorporation and return to the undersigned a certified copy of same. Thank you for your assistance in this matter.

Very truly yours,

J.D. Smith

JDS/slw Enclosures

cc: Mr. William H. Norman

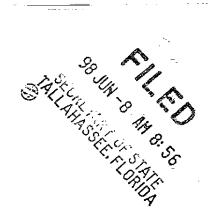
F:\MyFiles\Users\Slw\N00186\DOS.Articles

SA Ch

ARTICLES OF INCORPORATION

OF

GULF COAST NET@CCESS, INC.



The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

<u>ARTICLE I</u>

NAME AND PRINCIPAL OFFICE

The name of this corporation is Gulf Coast Net@ccess, Inc. and its principal office is located at 1318 Dunmire Street, Unit #3, Pensacola, FL 32504-6625.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.10 par value common stock, all of one class and series.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 1318 Dunmire Street, Unit #3, Pensacola, FL 32504-6625. and the name of this corporation's initial registered agent is William H. Norman.

ARTICLE VII

INCORPORATORS

The name and address of the incorporator is William H. Norman, 1318 Dunmire Street, Unit #3, Pensacola, FL 32504-6625.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this _____ day of ______, 1998.

William H. Norman, Incorporator

STATE OF FLORIDA COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this _____ day of _____, 1998, by William H. Norman who personally appeared before me and who is

pe	ersonally known to me or	r who has produced		· · · · · · · · · · · · · · · · · · ·	<u> </u>	as
, .	entification.			are the second second		-154
			\circ			

Notary Public, State of Florida

Sandra L. White

(Name of Acknowledger Printed)
Commission Expires:

Commission No.:____

SARY PUS OFFICIAL NOTARY SEAL SANDRA L WHITE

COMMISSION EXPIRES FEB. 9,2002

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, William H. Norman, hereby accept the appointment as Registered Agent for Gulf Coast Net@ccess, Inc., as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this ____ day of ____, 1998.

WILLIAM H. NORMAN, TO

F:\MyFiles\Users\Slw\N00186\Acceptance

TALLAHASSEE, FLORID