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CSC	THE UNITED STATES CORPORATION COMPANY
	COMPANY

ACCOUNT NO. : 072100000032

REFERENCE: 894670 8676A

AUTHORIZATION :

COST LIMIT :

ORDER DATE : July 16, 1998

ORDER TIME : 8:16 AM

ORDER NO. : 894670-005

CUSTOMER NO:

8676A

Elaine R. Steeris, Legal Asst CUSTOMER:

MERRILL BOOKSTEIN, ESQ

4800 North Federal Highway

Suite 201b

Boca Raton, FL 33431

DOMESTIC FILING

NAME:

E DIRECT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

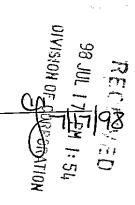
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY _ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:



60000259214

DIVISION OF CORPORATIONS

98 JUL 17 PM 2:38

ARTICLES OF INCORPORATION

OF

E DIRECT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

E DIRECT, INC.

The address of the principal office of this corporation shall be 4800 North Federal Highway, Suite 210B, Boca Raton, Florida 33431, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4800 North Federal Highway, Suite 201B, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Merrill A. Bookstein, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Dir.

Charles Stepen Hardigree 4800 North Federal Highway Suite 210B Boca Raton, Florida 3431

Christiane Marianne Breton Same Dir.

Karen Kline Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Charles Stephen Hardigree Pres.

4800 North Federal Highway Suite 210B

Boca Raton, Florida 33431

Christiane Marinanne Breton Same Sec./Treas.

Karen Kline V. Pres. Same

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on July 17, 1998.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

1. The name of the corporation is:_

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

E DIRECT, INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

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2. The name and address of the registered agent and office is:	
MERRILL A. BOOKSTEIN, ESQ.	98 · 186
(Name)	
4800 N. FEDERAL HIGHWAY - SUITE 201B	98 IIII 17 PM 2: 38
(P.O. Box not acceptable)	2 5
BOCA RATON, FLORIDA 33431	
(City/State/Zip)	သ
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 per mance of my drifes, and I am familiar with and accept the obligations of my positions as registered agent.	·
July 17, 1998 (Signature)	

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL