

B R U C E B R A S H E A R

C o u n s e l o r A t L a w

926 N.W. 13th Street
Gainesville, FL 32601
voice: 352/336-0800
fax: 352/336-0505
e-mail: bruce@afn.org

P98000079573

September 8, 1998

EFFECTIVE DATE
9-8-98

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-09/09/98--01021--012
****122.50 ****122.50

RE: TMR² COMMUNICATIONS, INC.

Gentlemen:

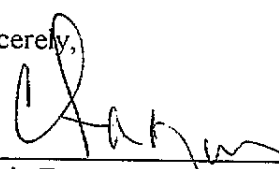
Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Upon filing should you determine that this corporation's name is too similar to that of an existing corporation, please call this office collect before returning the enclosed documents.

Also enclosed, please find our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,


Carrie Fagan, Legal Assistant
to Bruce Brashear, Esq.

Enclosures

FILED
SEP - 9 PM 12:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CB
9-15-98
4

EFFECTIVE DATE
9-8-98

ARTICLES OF INCORPORATION
OF
TMR² COMMUNICATIONS, INC.

FILED
98 SEP -9 PM 12:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Article I

Name. The name of this Corporation is TMR² COMMUNICATIONS, INC.

Article II

Principal Office. The address of the principal office of the Corporation is 502-67 N.W. 75th Street, Gainesville, FL 32607.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 100 shares of \$1.00 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 7200 S.W. 8th Avenue, #32, Gainesville, FL 32607, and the name of the initial registered agent of this Corporation is Tricia Bachus.

Article VIII

Initial Board of Directors. The Corporation shall have four (4) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Myrna Neims
8519 N.W. 4th Place
Gainesville, FL 32607

Ruth Smith
1831 S.W. 80th Drive
Gainesville, FL 32607


Ruth Angaran
387 Vinwood Lane
Powell, OH 43065

Tricia Bachus
7200 S.W. 8th Avenue, #32
Gainesville, FL 32607

Article IX

Incorporator. The name and address of the person signing these Articles is Tricia Bachus, 7200 S.W. 8th Avenue, #32, Gainesville, FL 32607.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of September, 1998.



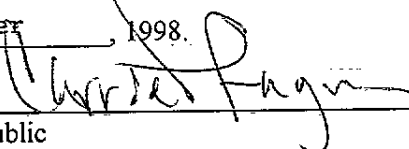
TRICIA BACHUS
Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 8th day of September, 1998, by TRICIA BACHUS, who is personally known to me or who has produced Florida Driver License B220 692 51 600 0 as identification, and who says that she is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 8th day of September, 1998.

(SEAL)



Notary Public



Carrie P. Fagan
MY COMMISSION # CC607298 EXPIRES
January 8, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

Printed Name
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned has read and accepts the duties and obligations as Registered Agent of TMR² COMMUNICATIONS, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 8th day of September, 1998.



TRICIA BACHUS
Registered Agent

FILED
98 SEP -9 PM 12:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA