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* ESTATE PLANNING

P990000004148

January 7, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

100002737741--4
-01/12/99--01034--010
*****78.75 *****78.75

RE: TELEPHONE INTERNET COMPUTER SERVICES, INC.

EFFECTIVE DATE
1-6-99

Dear Sir/Madam:

We enclose the original and one copy of the Articles of Incorporation for the above-named corporation together with our \$78.75 check in payment of the following fees:

Filing of Articles of Incorporation	\$35.00
Registered Agent Designation	35.00
Certified copy of Articles of Incorporation	8.75

Please certify the enclosed copy of the Articles of Incorporation and return them, together with the filing receipt to our offices at the address indicated above.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

By: Betsy Courant
Betsy Courant
Legal Assistant

/bc
encls.

Betsy Courant GAVE

AUTHORIZATION BY PHONE TO
CORRECT number of directors
DATE 1-14-99
DOC EXAM. ajc

FILED
99 JAN 12 PM 12:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ajc
1/14

ARTICLES OF INCORPORATION

FOR

TELEPHONE INTERNET COMPUTER SERVICES, INC.

FILED

99 JAN 12 PM 12: 25

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for **TELEPHONE INTERNET COMPUTER SERVICES, INC.**

1. The name of the corporation is **TELEPHONE INTERNET COMPUTER SERVICES, INC.**

2. The principal office of the corporation is:

EFFECTIVE DATE
1-6-99

1801 S. Federal Highway, Suite 245
Delray Beach, Florida 33483

3. The corporation shall have authority to issue 7500 shares of stock, all of one class with no par value.

4. The corporation's initial registered office is: 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431. The name of the corporation's initial registered agent at this office is HCRM Corp.

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

6. The number of directors constituting the initial board of directors one.

Name

Address

Lloyd Gerber

1801 S. Federal Highway, Suite 245
Delray Beach, Florida 33483

7. The name and address of the incorporator is:

Name

Address

HCRM Corp.


2200 Corporate Boulevard, N.W.
Suite 401
Boca Raton, Florida 33431

8. The effective date of the corporate existence pursuant to section 607.0203 of the Florida Statutes shall be January 6, 1999, provided such date is within five (5) business days prior to the date of filing.

Executed and subscribed at Boca Raton, Florida on January 6, 1999.

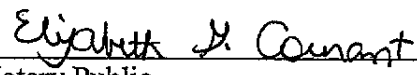
HCRM Corp., as Incorporator

By: _____


Joseph R. Cook, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of TELEPHONE INTERNET COMPUTER SERVICES, INC. were acknowledged before me by Joseph R. Cook, Vice President of HCRM Corp., who is personally known to me, on this 6th day of January, 1999, on behalf of HCRM Corp.


Notary Public
My commission expires:
Printed Name:



Acceptance of Registered Agent

HCRM CORP. hereby accepts the above appointment as registered agent of
TELEPHONE INTERNET COMPUTER SERVICES, INC. and acknowledges that it is familiar
with the obligations of that position.

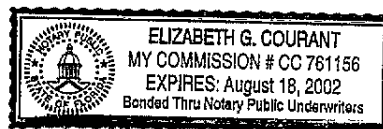
HCRM CORP.

By: Joseph R. Cook
Joseph R. Cook, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by Joseph
R. Cook, as Vice President of HCRM Corp., who is personally known to me, on this 6th day of
January, 1999, on behalf of the Corporation.

Elizabeth G. Courant
Notary Public
Printed Name: Elizabeth G. Courant
My commission expires:



FILED
99 JAN 12 PM 12:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA