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LAW OFFICE

ROBERT V. DUSS

112 WEST ADAMS STREET, SUITE 1402
JACKSONVILLE, FLORIDA 32202

ROBERT V. DUSS

JOHN S. DUSS
(1912-1990)

FRED BUTLER
(1921-1983)

February 1, 1999

TELEPHONE
(904) 355-0668

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(904) 791-9251

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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-02/03/99--01059--001
****122.50 *****78.75

RE: Articles of Incorporation - Diverse Networks, Inc.

Gentlemen:

In reference to the above corporation, I enclose the following:

1. The original and one copy of the Articles of Incorporation of Diverse Networks, Inc.
2. Our check payable to the Secretary of State in the sum of \$122.50 covering the following:
 - (a) \$35.00 - Filing Articles of Incorporation
 - (b) \$52.50 - Certified copy of the Articles
 - (c) \$35.00 - Designation of Resident Agent.

I would appreciate your returning to me a certified copy of the Articles of Incorporation as soon as possible.

Sincerely,



Robert V. Duss

RVD:st
Enclosures

FILED
99 FEB -3 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 5 1999

FILED
99 FEB -3 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DIVERSE NETWORKS, INC.

The undersigned incorporator, pursuant to the "Florida Business Corporation Act", adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is: DIVERSE NETWORKS, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of this Corporation shall be: 1922 West 12th Street, Jacksonville, Florida, 32209.

ARTICLE III - CAPITAL STOCK

The number of shares that the corporation is authorized to issue and have outstanding at any time is 100,000 shares of common stock par value \$.01 (One Cent) per share.

ARTICLE IV - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash 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. If this preemptive right is not exercised within thirty (30) days of receipt of a notice in writing from the corporation by purchase for cash, this right shall be deemed waived.

**ARTICLE V - REGISTERED OFFICE
AND NAME OF REGISTERED AGENT**

The initial registered office and the initial registered agent of the corporation at such office is as follows:

Robert V. Duss
112 West Adams Street, Suite 1402
Jacksonville, Florida 32202

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

Robert V. Duss
112 West Adams Street, Suite 1402
Jacksonville, Florida 32202

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one. The names and addresses of the initial directors are as follows:

RAY GRIMSLEY
1922 West 12th Street
Jacksonville, Florida 32209

ARTICLE VIII - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE IX - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE X - INDEMNIFICATION

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the full extent possible under Florida law or as may be more fully set forth in the By-laws.

ARTICLE XI - AMENDMENT

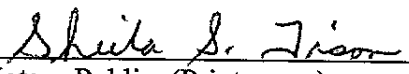
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 1st day of February, 1999.


Robert V. Duss, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 1st day of February, 1999, by Robert V. Duss, who is personally known to me.


Notary Public (Print name)



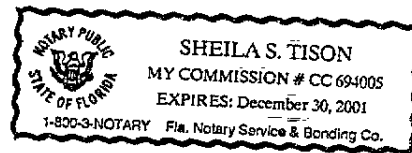
I, Robert V. Duss, am familiar with and hereby accept the duties and responsibilities as registered agent for said Corporation.

Robert V. Duss
Robert V. Duss
Registered Agent

Sworn to and subscribed before me this 1st day of February, 1999, by Robert V. Duss, who is personally known to me and who did take an oath.

Sheila S. Tison
Notary Public (Print Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA