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IRENE M. RODRIGUEZ
** BRIAN J. ANTHONY

Areas of Practice
Trial Practice
Personal Injury
Wrongful Death
Medical Malpractice
Workers' Compensation
General Practice

†* ROBERT T. HUGHES Of Counsel

February 11, 1999

P 99 000014726

Attn: New Filing
Dept. of State, Division of Corporations
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

100002774901--8
-02/15/99-01034-006
*****78.75 *****78.75

Re: Apollo Network Solutions, Inc.

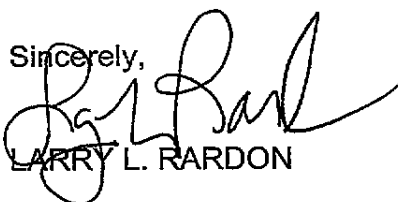
Dear Sir/Madam:

Enclosed are an original and one copy of Articles of Incorporation for the above-named. In addition, a check in the sum of \$78.75 is enclosed which represents the following fees:

filing fee	\$ 70.00
certified copy	8.75

Please file the original of the enclosed Articles of Incorporation and certified copy to the undersigned.

Sincerely,


LARRY L. RARDON

LLR/smp
Enclosures

FILED
99 FEB 15 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEN FEB 10 1999

FILED
99 FEB 15 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
APOLLO NETWORK SOLUTIONS, INC.**

The undersigned subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLE I
Name**

The name of the corporation is APOLLO NETWORK SOLUTIONS, INC..

**ARTICLE II
Nature of Business**

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

**ARTICLE III
Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each share having the par value of \$5.00.

Authorized capital stock may be paid for in cash services, or property, at just value to be fixed by the stockholders of this corporation at any regular or special meeting.

**ARTICLE IV
Initial Capital**

The initial consideration for the corporation shall be \$500.00 Dollars.

**ARTICLE V
Term of Existence**

This corporation shall have perpetual existence.

ARTICLE VI
Address

The initial street of the principal office of the corporation is 1511 East Fowler Avenue, Ste., N. Tampa, FL. 33612. The stockholders may from time to time designate such other address and place for the principal of this corporation as it may see fit.

ARTICLE VII
Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 1511 East Fowler Avenue, Ste. N., Tampa, FL. 33612 and the name of the initial registered agent of this corporation at that address is Michael D. Babb whose address is 10833 Peppersong Dr., Riverview, FL. 33869.

ARTICLE VIII
Management

This corporation shall not have a "Board of Directors." The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholder representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the stockholder. Each stockholder shall be entitled to one vote in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE IX
Initial Stockholders

The name and street address of the stockholders who shall hold office until the successor is elected to have qualified, are as follows:

Name	Address
Michael D. Babb	10833 Peppersong Dr. Riverview, FL 33869
Marilyn K. Babb	10833 Peppersong, Dr. Riverview, FL. 33869

ARTICLE X
Subscribers

The name and street address of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore, are as follows:

Name	Address	Shares	Consideration
Michael D. Babb	10833 Peppersong Dr. Riverview, FL. 33869	50	\$250.00
Marilyn K. Babb	10833 Peppersong Dr. Riverview, FL. 33869	50	\$250.00

ARTICLE XI
Effective Date

These Articles of Incorporation shall be effective on filing with the Secretary of State.

ARTICLE XII
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be proposed by the stockholders and approved at a stockholders' meeting by a majority of stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention to a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 11th day of February, 1999.



Michael D. Babb
Signing as incorporator and
accepting the designation as
registered agent

STATE OF FLORIDA

COUNTY OF Hillsborough

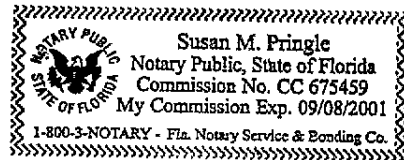
BEFORE ME, personally appeared Michael D. Babb, to me well known and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 11th day of February, 1999.

NOTARY PUBLIC STATE AT LARGE

Susan M. Pringle

My Commission Expires: 9-8-2001



FILED
99 FEB 15 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA