

**CORPORATE
ACCESS,
INC.**

P99000033730

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

1.) **Florida Exchange Corporation III**
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

**APPROVED
AND
FILED**
99 APR 13 PM 3:17
**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

DIVISION OF CORPORATION

99 APR 13 PM 3:00

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473

ARTICLES OF INCORPORATION
FOR
FLORIDA EXCHANGE CORPORATION III

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is

FLORIDA EXCHANGE CORPORATION III

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 1900 N.W. Corporate Blvd., Suite 201 E, Boca Raton, FL 33431

ARTICLE III - DIRECTORS

The name and address of the director(s) is

Kenneth R. Kaye, 220 State St.. Suite A, Los Altos, CA 94022
Roger M. Pomerance, 1900 N.W. Corporate Blvd., Suite 201 E, Boca Raton, FL 33431

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ARTICLE IV - SHARES

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


ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is Roger M. Pomerance, P.A., 1900 N.W. Corporate Blvd., Suite 201 E, Boca Raton, FL 33431

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 236 East 6th Avenue, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 13th day of April, 1999.


Corporate Access, Inc.
President - Danny Bennett

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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.

The name of the corporation is

FLORIDA EXCHANGE CORPORATION III

The name and address of the registered agent is

ROGER M. POMERANCE, P.A.

1900 N.W. Corporate Blvd.

Suite 201 E

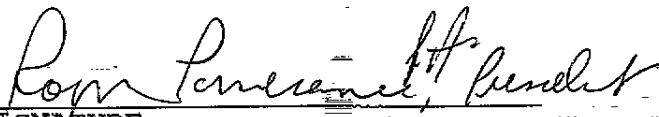
Boca Raton, FL 33431

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TALLAHASSEE, FLORIDA

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Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.


SIGNATURE