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Florida Department of State
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**J.G. BILLING SYSTEMS, INC.**

Certificate of Status	0
Certified Copy	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 19, 1999

EMPIRE

SUBJECT: J.G. BILLING SYSTEMS, INC.
REF: W99000009245

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE INCORPORATORS LISTED AND THE ONE SIGNING IS NOT THE SAME AND ALSO ON THE CERTIFICATE PAGE THE ADDRESS IS LISTED TWICE.

If you have any further questions concerning your document, please call (850) 487-6067.

Naysa Culligan
Document Specialist

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*I already
have letter
from S.O.S.*

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ARTICLES OF INCORPORATION for

J.G. BILLING SYSTEMS, INC.

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 607 Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

J.G. BILLING SYSTEMS, INC.

ARTICLE II- PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

1762 Coral Way
Miami, Florida 33145

ARTICLE III CORPORATE DURATION

The duration of the corporation is to be perpetual.

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This Document prepared by:
EDUARDO CANTERA, ESQ.
1762 CORAL WAY
Miami, Florida 33145
FBN # 154990
TEL: (305) 442-4343
FAX: (305) 443-2200

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ARTICLE IV- PURPOSE

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

ARTICLE V- CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE VI- DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall be One (1) director.

JOSEPHINE G. CANTERA- President

JOANNE MORALES- Vice-President

ARTICLE VII- INCORPORATORS

The name and address of each incorporator is:
Name Address

EDUARDO CANTERA, ESQ.
1762 CORAL WAY
Miami, Florida 33145

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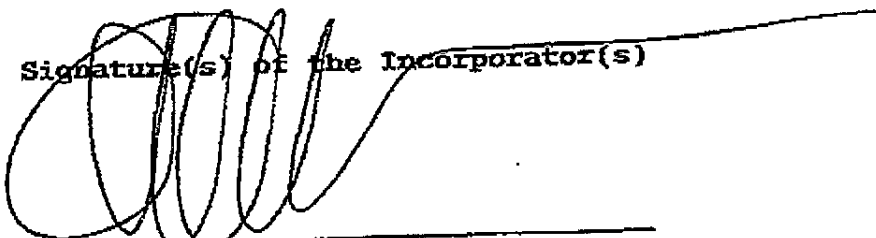
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ARTICLE VIII- INDEMNIFICATION

This corporation shall indemnify and may insure it's officers and directors to the fullest extent permitted by Law.

The undersigned incorporator(s) has(have) executed these Articles of this 18th day of April 1999.

Signature(s) of the Incorporator(s)


EDUARDO CANTERA, ESQ.

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of sections 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.

1. The name of the Corporation is: _____

J.G. BILLING SYSTEMS, INC.

2. The name and address of the registered agent and office is:

1762 CORAL WAY

1762 CORAL WAY

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33145

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY, I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

EDUARDO CANTERA, ESQ.

DATE _____

4/16/99

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TALLAHASSEE, FLORIDA

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