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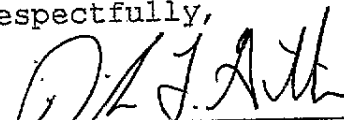
Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of.
Lucid Internet Solutions, Inc.

Also find enclosed a check made payable to the Secretary
of State in the amount of \$ 122.50 which includes the
statutory filing fee. Your assistance in establishing the
corporation to be known as Lucid Internet Solutions, Inc.
is appreciated.

Respectfully,


Secretary

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

R. Purinton AUG 2 1999

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

LUCID INTERNET SOLUTIONS, INC.

ARTICLE ONE

The name of the corporation is LUCID INTERNET SOLUTIONS, INC. and its principal office and mailing address is 5308 N. Seminole Ave., Tampa, Fl. 33603

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have the authority to issue is 1,000 with the par value of one dollar (\$1.00) each.

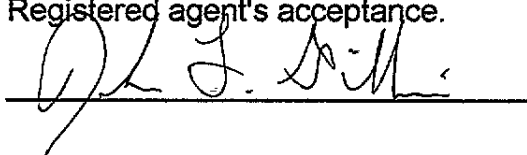
ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares a consideration of the value of \$1000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 5308 N. Seminole Ave., Tampa, Fl. 33603 and the name of its initial registered agent at such address is John F. Gilliam.

Registered agent's acceptance.



ARTICLE SEVEN

The number of directors constituting the initial board of directors is 1, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

John F. Gilliam 5308 N. Seminole Ave., Tampa, Fl. 33603.

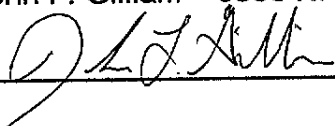
ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

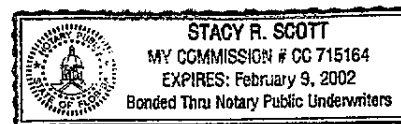
John F. Gilliam 5308 N. Seminole Ave., Tampa, Fl. 33603.

 Incorporator

State of Florida, County of Pinellas

Sworn to and Subscribed before me this 22 nd Day of July, 1999.


NOTARY PUBLIC, State of Florida at large



SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE TEN

The powers and the obligations of the incorporators cease upon the incorporating of the Articles of Incorporation.