

Charter Number Only

VALIDATION ONLY

8/29/99 JONNE

William J. Segall

Requestor's Name

20801 Biscayne Blvd. #304

Address

North Miami Beach FL 33180

City

State

ZIP

Phone

(305) 682-1110B

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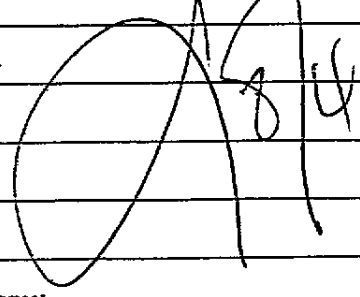
*****78.75 *****78.75

CORPORATION(S) NAME

INTERCOAST EXCHANGE, INC

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

Name	
Availability	
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Examiner	
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Verifier	
Acknowledgment	
W.P. Verifier	

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TALLAHASSEE FLORIDA



Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
INTERCOAST EXCHANGE, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation is:

INTERCOAST EXCHANGE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of
the corporation shall be:

13946 S.W. 90th Terrace
Miami, Florida 33186

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting
any and all lawful business for which corporations may be
incorporated in accordance with applicable Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one
class of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of
this corporation is:

13946 S.W. 90th Terrace
Miami, Florida 33186

and the name of the initial registered agent of this corporation
is: Hubert Edouard

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors. The number of directors may be increased or decreased from time to time as provided for in the By-Laws, but shall never be less than one (1).

The names and address of the initial directors of this corporation are:

Jean Hudner Charles Paul
13946 S.W. 90th Terrace
Miami, Florida 33186

Hugues Edouard
13946 S.W. 90th Terrace
Miami, Florida 33186

Hubert Edouard
13946 S.W. 90th Terrace
Miami, Florida 33186

ARTICLE VIII - INCORPORATORS

The name and address of the person signing the Articles of this corporation is:

Jean Hudner Charles Paul
13946 S.W. 90th Terrace
Miami, Florida 33186


ARTICLES IX - BY-LAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Laws.

ARTICLE X

The corporation reserves the right to amend or repeal any provisions 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, the undersigned incorporators have executed these Articles of Incorporation this 3rd day of August, 1999.

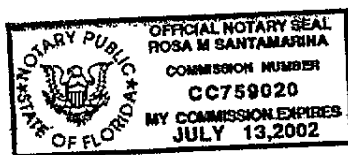


JEAN HUDNER CHARLES PAUL
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, personally appeared JEAN HUDNER CHARLES PAUL, [] who is personally known to me, or [] who produced Florida drivers' licenses as identification, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 3rd day of August, 1999.

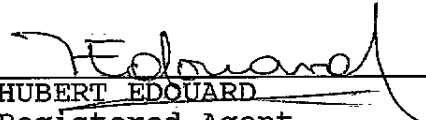




NOTARY PUBLIC, State of Florida
My Commission expires:

**ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT**

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.


HUBERT EDOUARD
Registered Agent

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TALLAHASSEE FLORIDA