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LAW OFFICES
WILLIAM J. MCPHARLIN
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FORT LAUDERDALE, FLORIDA 33308

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EFFECTIVE DATE
10-11-99

October 12, 1999

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-10/13/99--01049--001
****122.50 *****78.75

VIA- FEDERAL EXPRESS

Secretary of State
Division of Corporation
409 E. Gaines St.
Tallahassee, FL 32399

Re: T. L. Communications, Inc.

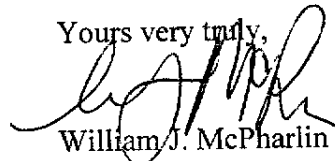
Gentlemen:

Enclosed herewith are the following with reference to the above captioned matter:

1. Two copies of Articles of Incorporation; and
2. My check in the amount of \$122.50 which represents the filing fee.

If you have any questions concerning the above, please do not hesitate to contact me.

Yours very truly,


William J. McPharlin

WJM/kis
Enclosures

FILED
1999 OCT 14 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell OCT 17 1999

FILED

1999 OCT 14 AM 9:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

T.L. COMMUNICATIONS, INC.

EFFECTIVE DATE
10-11-99

The undersigned, for the purpose of forming a corporation pursuant to Chapter 607.0202, Florida Statutes, does hereby adopt the following Articles Of Incorporation:

ARTICLE I - CORPORATE NAME

The name of this corporation is: **T.L. COMMUNICATIONS, INC.**, (herein referred to as the "Corporation").

ARTICLE II - TERM OF EXISTENCE

The duration of the Corporation is perpetual, unless sooner voluntarily dissolved according to law, and the existence of the Corporation commences at the time of subscription and acknowledgment of these Articles Of Incorporation on October 11, 1999, provided that these Articles Of Incorporation are filed by the Department of State within five (5) days, exclusive of legal holidays, after such subscription and acknowledgment, and in the event these Articles Of Incorporation are not filed by the Department of State within such period, the corporate existence shall commence upon the filing of the Articles Of Incorporation by the Department of State.

ARTICLE III - PURPOSE AND POWERS

The general purposes for which the corporation is organized are:

(1) To buy, sell, exchange, lease, mortgage, or otherwise acquire or dispose of real or personal property and any interest or right therein, and to hold, own, operate, control, maintain, manage, and develop such property and interest in any manner that may be necessary, useful, or advantageous for the purposes of the Corporation.

(2) To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the

Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

(3) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish such purposes.

ARTICLE IV - STOCK

The aggregate number of shares which the Corporation is authorized to issue is one thousand (1,000) shares of Common Stock. Such shares shall be of a single class, and shall have no par value.

ARTICLE V - PRINCIPAL OFFICE

The principal office and the mailing address of the Corporation is 2420 Northeast 49th Street, Lighthouse Point, Florida 33064.

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2420 Northeast 49th Street, Lighthouse Point, Florida 33064, and the name of its initial registered agent at such address is Terrence L. Turbyfill.

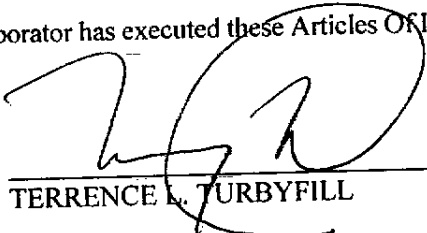
ARTICLE VII - BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of Directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1).

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles Of Incorporation as incorporator is: Terrence L. Turbyfill, 2420 Northeast 49th Street, Lighthouse Point, Florida 33064.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles Of Incorporation this 11 day of October, 1999.


TERRENCE L. TURBYFILL

FILED

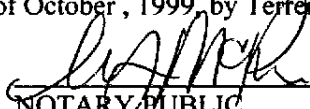
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STATE OF FLORIDA)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COUNTY OF BROWARD)

Sworn to and subscribed before me this 11 day of October, 1999, by Terrence L. Turbyfill.



NOTARY PUBLIC
State of Florida

Personally Known ✓ OR Produced Identification _____

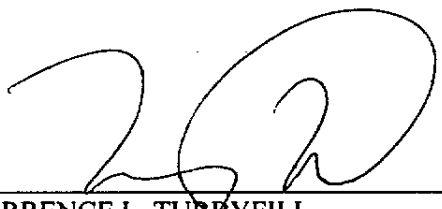
NOTARY PUBLIC - STATE OF FLORIDA
WILLIAM J. MCPHARLIN
COMMISSION # CC618623
EXPIRES 3/18/2003
BONDED THRU ASA 1-888-NOTARY1

Type of Identification Produced _____

**CERTIFICATE DESIGNATING THE ADDRESS AND
THE AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for T.L. Communications, Inc., at 2420 Northeast 49th Street, Lighthouse Point, Florida 33064, the place designated in its Articles Of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: October 11, 1999.



TERRENCE L. TURBYFILL