

ARTICLES OF INCORPORATION
OF
✓ ALCON.COM INCORPORATED
AN ALABAMA CORPORATION

ARTICLE ONE

NAME

The name of the Corporation is Alcon.Com, Incorporated.

ARTICLE TWO

The terms of existence of the Corporation is perpetual.

ARTICLE THREE

The purpose for which the Corporation is organized is "Internet" connectivity to companies and individuals throughout the State of Alabama, and any other lawful business or activity for which corporations may be organized under the Alabama Business Corporation Act.

ARTICLE FOUR

CAPITAL STOCK AND PARTICULARS AS TO CLASS OR CLASSES THEREOF

The total number of shares that the corporation has authority to issue is 1,000, all of which shall be common shares with a \$1.00 par value. This stock shall be issued under the provisions of Section 1244 of the Internal Revenue Code of 1954 as amended.

No shareholder of said common stock shall transfer, alienate, or in any way dispose of any share of the Corporation unless such shall first have been in writing offered for sale to the Corporation upon the same terms as offered to any other individual or corporation. The Corporation reserves and shall have the exclusive right and option to purchase such share or shares at said offered price within ninety days after such offer. If within the said time period the Corporation does not purchase the shareholder's share or shares at said offered price, said share or shares are reserved to the other shareholders of the corporation for thirty days after the Corporation's exclusive

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ALCON.COM INCORPORATED

option ends. The written notice to the corporation shall serve as notice to the shareholders. After the above time limits shall have expired, the shareholders, if the corporation or the other shareholders shall not have exercised their respective options, shall be free to transfer, alienate, or otherwise dispose of such share or shares without any restrictions whatsoever.

ARTICLE FIVE

PREEMPTIVE RIGHTS

Shareholders shall have preemptive rights as set forth by the Alabama Business Corporation Act.

ARTICLE SIX

SPECIAL REGULATIONS AND PROVISIONS

The Corporation shall exercise in its discretion, along with the provisions of the Alabama Business Corporation Act, the regulation and conduct of the business and the affairs of the corporation.

A. The Board of Directors of the Corporation shall have the power to approve and adopt, and from time-to-time, amend By-Laws for the regulations and control of the business of the Corporation with or without the approval of the stockholders of said Corporation as allowed by the Alabama Business Corporation Act; but the By-Laws so made, altered or amended may be altered or repealed by said stockholders by a simple majority vote of the shares outstanding.

B. The Stockholders have the exclusive rights to alter or amend the Articles of Incorporation. Said alterations or amendments will be accomplished by a simple majority vote of the shares outstanding.

C. The directors shall have the power to hold their meetings outside the State of Alabama. They may keep the books, documents, and papers of the Corporation outside of the State of Alabama, at such places as may be from time-to-time designated by the officers of the Corporation except as otherwise required by the laws of Alabama.

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D. The Board of Directors by resolutions passed by a majority of the whole Board, under suitable provisions of the By-Laws, may designate two or more of their number to constitute an Executive Committee, which Committee shall, for the time being, as provided in said resolutions or in the By-Laws have exercised any and all the powers of the Board of Directors, which may be lawfully delegated, in the management of the business and affairs of the Corporation, and shall have the power to authorize the seal of the Corporation to be affixed to all papers which may require it.

ARTICLE SEVEN

REGISTERED OFFICE

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

✓ 4647T. Suite 280
Highway 280
Birmingham, Alabama 35242

The initial registered agent at this address is Greg E. Boykin.

ARTICLE EIGHT

The number of directors constituting the initial board of directors of the Corporation is one (1). The name and address of the person constituting the initial board of directors and who is to serve as director until the first annual meeting of the shareholders or until their successors are elected and qualify, are as follows:

Greg E. Boykin
3670 Tall Timber Drive
Birmingham, Alabama 35242

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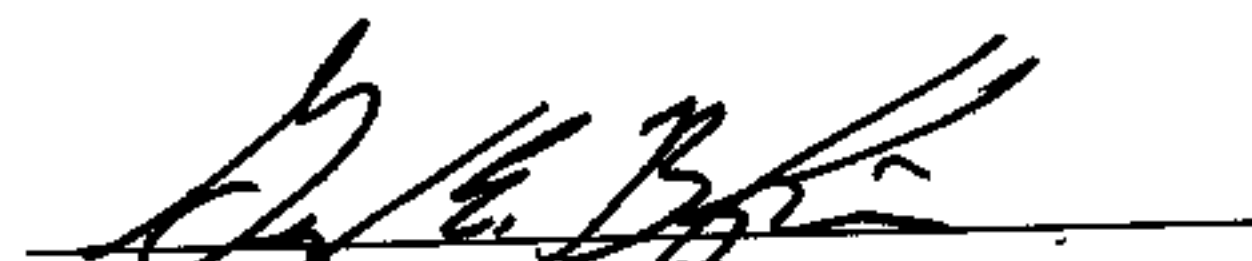
ARTICLE NINE

INCORPORATORS

The name and address of each incorporator of the Corporation
is:

Greg E. Boykin
3670 Tall Timber Drive
Birmingham, Alabama 35242

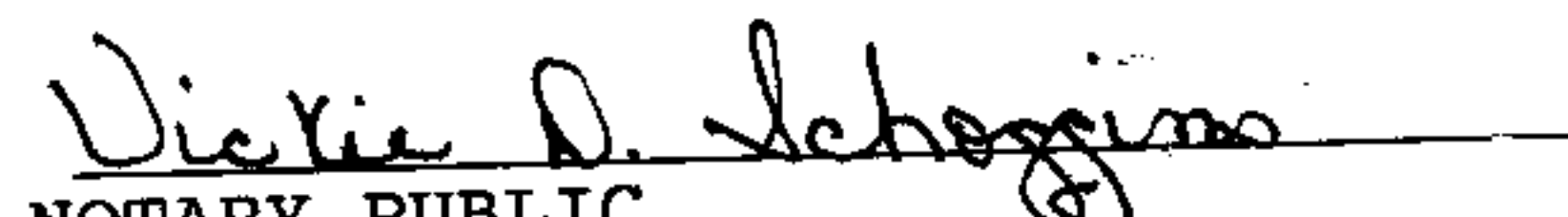
IN WITNESS WHEREOF, we have subscribed our names this 2nd day of
November, 1994.


GREG E. BOYKIN

STATE OF ALABAMA
COUNTY OF

The undersigned Notary Public in and for the State of Alabama
at Large does hereby certify that the above signed Greg E. Boykin,
did acknowledge to me that he did execute the foregoing Article of
Incorporation on the day the same bears date.

Witness my hand and seal on this the 2nd day of November
1994.


NOTARY PUBLIC

This Article of Incorporation was prepared by:

JOHN KEITH WARREN
Attorney at Law
P.O. Box 566
Ashland, Alabama 36251
Telephone (205)354-5711

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Alcon.com Incorporated

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of John Keith Warren, P O Box 566, Ashland, AL 36251 for a period of one hundred twenty days beginning October 13, 1994 and expiring February 11, 1995.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

October 13, 1994

Date

Jim Bennett

Jim Bennett

Secretary of State

State of Alabama

SHELBY

County

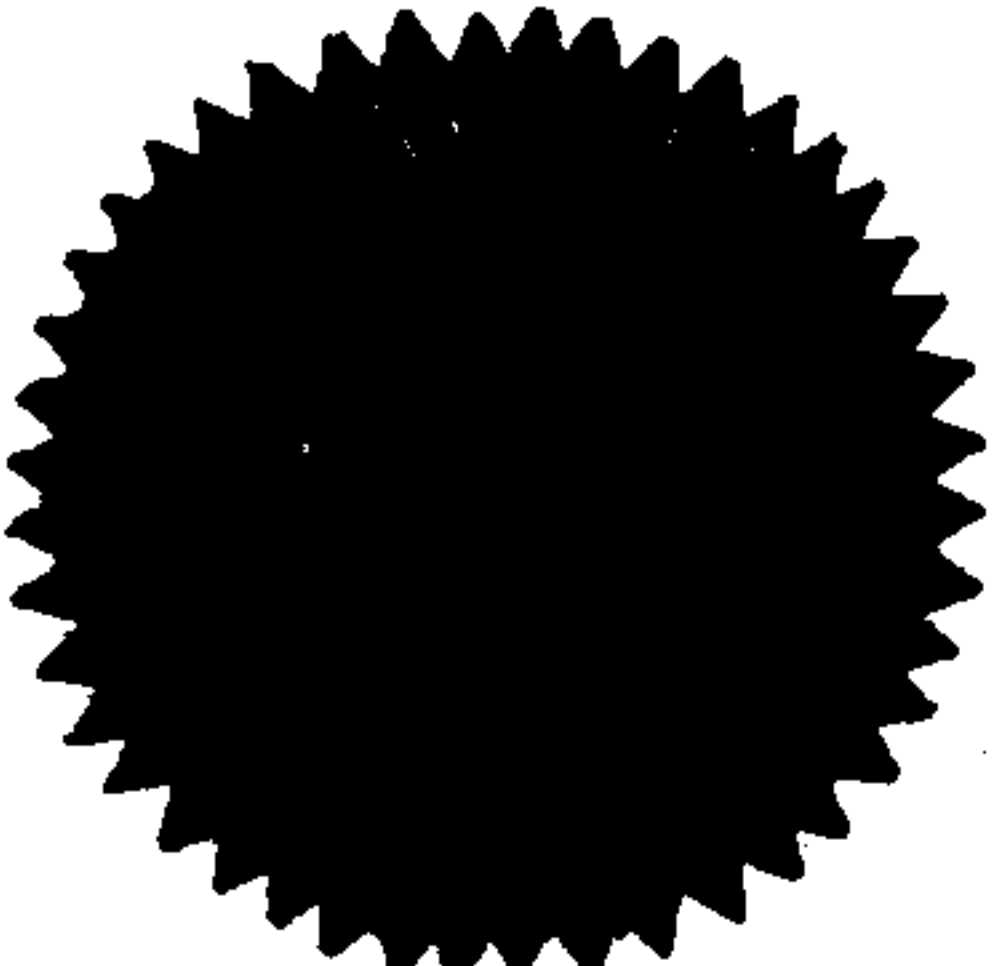
CERTIFICATE OF INCORPORATION
OF

Alcon.com Incorporated

The undersigned, as Judge of Probate of shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of Alcon.com Incorporated, duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of Alcon.com. Incorporated, and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 2 day of NOVEMBER, 19 94.



Thomas A. Snowden, Jr.

Judge of Probate

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