

PYSOCED 07/13

CAPITAL CONNECTION, INC.

617 E. Virginia St., Suite 1, Tallahassee, FL 32304, (904)222-0870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1 800 342 8762
 FAX (904) 222 1222

RE: Cardinal Concepts (USA), Inc.

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No. _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

30 JUN -7 11 55 AM '95
 1100

CRB 4/7/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<i>SL</i>	_____	_____

WALK-IN Will Pick Up *4.7* *1100*

CC FEE DISBURSED

- Capital Express™
- Art of Inc File
- Corp Record Search
- Ltd Partnership File
- Foreign Corp File
- () Cert Copy(s)
- Art of Amend File
- Dissolution/Withdrawal **000001450400**
- C U S - **-04/07/95--01013--005**
- Fictitious Name File *****122.50 ***122.50**
- Name Reservation
- Annual Report/Reinstatement
- Reg Agent Service
- Document Filing
- Corporate Kit
- Vehicle Search
- Driving Record
- Document Retrieval
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- File No's. Copies
- Courier Service
- Shipping/Handling
- Phone ()
- Top Priority
- Express Mail Prep
- FAX () pgs

SUBTOTALS	
FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Remit invoice number with payment
 NET 10 DAYS FROM INVOICE DATE
 .2% per month on Past Due Amounts
 Past 30 Days 18% per Annum

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
CARDINAL CONCEPTS (USA) INC.

FILE
1995-7
[]

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida General Corporation Act, as particularly set forth in Chapter 807 of the Florida Statutes.

ARTICLE I

NAME AND LOCATION

The name of this corporation shall be CARDINAL CONCEPTS (USA) INC. The mailing address of the corporation is 6733 Oakcluser Circle, Spring Hill, Florida 34606.

ARTICLE II

DURATION

The corporation shall commence April 7, 1995, and shall have perpetual existence thereafter.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida General Corporation Act, as the same may from time to time be amended.

ARTICLE IV

CAPITAL STRUCTURE.

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be 10,000 shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

ARTICLE V

INITIAL REGISTERED AGENT & OFFICE.

The name of the initial registered agent of the corporation at its initial registered office, and the street address of its initial registered office, is as follows:

NAME

ADDRESS

Karen A. Caco

Karen A. Caco
Karen A. Caco & Associates
493 Willet Avenue
Naples, Florida 33963

ARTICLE VI

DIRECTORS.

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation shall have one (1) Director initially, and the name and address of the initial Director is as follows:

Jeanette Frigault

6733 Oakcluster Circle
Spring Hill, Florida 34606

ARTICLE VII

PREEMPTIVE RIGHTS.

The corporation elects to have preemptive rights, and every shareholder, upon the issuance by the corporation of authorized but

unissued shares of stock of the corporation (other than the original issue of shares of stock to subscribers) or upon the issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is issued to others.

ARTICLE VIII

BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

ARTICLE IX

INCORPORATORS.

The name and the address of the person signing these Articles of Incorporation is as follows:

Stanley F. Rose

2110 Imperial G.C. Blvd.
Naples, Florida 33942

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 6th day of April, 1995.



Stanley F. Rose

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in this certificate, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity and to comply with the provisions of Chapter 68.091, Florida Statutes, relative to keeping open said office.

By: Karen A. Caco

Karen A. Caco, Registered Agent

FILED
95 APR -7 11 51 AM
TALLAHASSEE FLORIDA