

P96000011843

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

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

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

BH 2/7/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	2/7/96		
TIME	11:00 AM		CK No. _____
BY	JJ		

WALK-IN Will Pick Up _____

RE: Cabs for Holdings Inc

96 FEB -7 PM 11:16

SEC. C.C. FEE: \$5.00 DISBURSED
 TALLAHASSEE, FLORIDA

- Capital Express™
- Art. of Inc. File _____
- Corp. Record Search _____
- Ltd. Partnership File _____
- Foreign Corp. File _____
- () Cert. Copy(s) _____
- Art. of Amend. File _____
- Dissolution/Withdrawal _____
- C U S. _____
- Fictitious Name File _____
- 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. _____

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 -02/07/96--01009--024
 ****122.50 ****122.50

SUBTOTALS _____

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

RECEIVED
 96 FEB -7 11:00:17
 DIVISION OF REGISTRATION

Please remit Invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

**ARTICLES OF INCORPORATION
OF
CABS FOR KIDS, INC.**

FILED
96 FEB -7 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation shall be: CABS FOR KIDS, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock. This class of stock shall have unlimited voting rights and be entitled to receive the net assets of the corporation upon its dissolution.

ARTICLE V

PRINCIPAL OFFICE

The principal address of the principal office of this corporation is 397 S.W. Todd Avenue, Port St. Lucie, FL 34983.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

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

2307 S.E. Monterey Road
Stuart, Florida 34996

The name of the initial registered agent of this corporation at that address is:

Laurie Rusk Sewell

ARTICLE VII

DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Steven Sill
397 S.W. Todd Avenue
Port St. Lucie, Florida 34983

Barbara Sill
397 S.W. Todd Avenue
Port St. Lucie, Florida 34983

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these articles is:

Laurie Rusk Sewell
2307 S.E. Monterey Road
Stuart, Florida 34996

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

EFFECTIVE DATE

The effective date of this Corporation shall be the date on which these articles are filed.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of February, 1996.



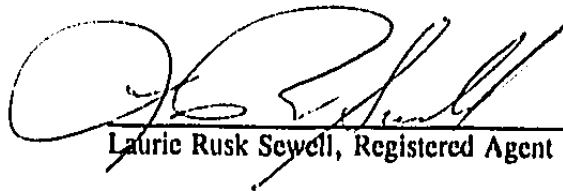
Laurie Rusk Sewell

ACCEPTANCE OF REGISTERED AGENT

FILED

Having been named to accept service of process for the above-stated corporation, **CBS FOR KIDS, INC.**, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 1st day of February, 1996.



Laurie Rusk Sewell, Registered Agent