

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P97000084502

Secretarial Services, Inc.

OF ORLANDO, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 SEP 30 PM 1:42

000002302040  
-09/24/97--01047--005  
\*\*\*735.00 \*\*\*122.50

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC I or 3 File \_\_\_\_\_
- UCC II Search \_\_\_\_\_
- UCC II Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

97 SEP 24 PM 1:14  
RECEIVED

Signature \_\_\_\_\_

Requested by: Cher 9/24 1024  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

RP  
9-30-97



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

September 24, 1997

**CAPITAL CONNECTION, INC.**  
417 E. VIRGINIA ST.  
STE. 1  
TALLAHASSEE, FL 32301

**SUBJECT: SECRETARIAL SERVICES, INC.**  
Ref. Number: W97000021942

We have received your document for **SECRETARIAL SERVICES, INC.** and your check(s) totaling \$735.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 797A00047303

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 SEP 30 PM 1:42

**ARTICLES OF INCORPORATION  
OF**

SECRETARIAL SERVICES OF ORLANDO, INC.

The undersigned, desiring to form a corporation (the "Corporation") under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of the Corporation is SECRETARIAL SERVICES OF ORLANDO, INC.

**ARTICLE II  
PURPOSE**

The Corporation shall be organized for any and all purposes authorized under the laws of the state of Florida.

**ARTICLE III  
PERIOD OF EXISTENCE**

The period during which the Corporation shall continue is perpetual.

**ARTICLE IV  
SHARES**

The capital stock of this corporation shall consist of 50,000,000 shares of common stock, \$.001 par value.

**ARTICLE V  
PLACE OF BUSINESS**

The initial address of the principal place of business of this corporation in the State of Florida shall be 200 E. Robinson Street, Suite 450, Orlando, FL 32801. The Board of Directors may at any time and from time to time move the principal office of this corporation.

**ARTICLE VI  
DIRECTORS AND OFFICERS**

The business of this corporation shall be managed by its Board of Directors. The number of such directors shall be not be less than one (1) and, subject to such minimum may be increased or decreased from time to time in the manner provided in the By-Laws.

The number of persons constituting the initial Board of Directors shall be 2. The Board of Directors shall be elected by the Stockholders of the corporation at such time and in such manner as provided in the By-Laws. The name and addresses of the initial Board of Directors and officers are as follows:

Louise Cunningham 9152 Barmoral Mew Square Winderemere, FL 34786	President
--	-----------

Nicole Johnson 4834 Ute Street Orlando, FL 32819	Secretary
--	-----------

#### **ARTICLE VII DENIAL OF PREEMPTIVE RIGHTS**

No shareholder shall have any right to acquire shares or other securities of the Corporation except to the extent such right may be granted by an amendment to these Articles of Incorporation or by a resolution of the board of Directors.

#### **ARTICLE VIII AMENDMENT OF BYLAWS**

Anything in these Articles of Incorporation, the Bylaws, or the Florida Corporation Act notwithstanding, bylaws shall not be adopted, modified, amended or repealed by the shareholders of the Corporation except upon the affirmative vote of a simple majority vote of the holders of all the issued and outstanding shares of the corporation entitled to vote thereon.

#### **ARTICLE IX SHAREHOLDERS**

9.1. Inspection of Books. The board of directors shall make reasonable rules to determine at what times and places and under what conditions the books of the Corporation shall be open to inspection by shareholders or a duly appointed representative of a shareholder.

9.2. Control Share Acquisition. The provisions relating to any control share acquisition as contained in Florida Statutes now, or hereinafter amended, and any successor provision shall not apply to the Corporation.

9.3. Quorum. The holders of shares entitled to one-third of the votes at a meeting

of shareholder's shall constitute a quorum.

9.4. Required Vote. Acts of shareholders shall require the approval of holders of 50.01% of the outstanding votes of shareholders.

#### **ARTICLE X LIABILITY AND INDEMNIFICATION OF DIRECTORS AND OFFICERS**

To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders. In addition, the Corporation shall have the power, in its By-Laws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this corporation against any contingency or peril as may be determined to be in the best interests of this corporation, and in conjunction therewith, to procure, at this corporation's expense, policies of insurance.

#### **ARTICLE XI SUBSCRIBER**

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

Eric P. Littman  
7695 S.W. 104<sup>th</sup> Street  
Suite 210  
Miami, FL 33156

#### **ARTICLE XII CONTRACTS**

No contract or other transaction between this corporation and any person, firm or corporation shall be affected by the fact that any officer or director of this corporation is such other party or is, or at some time in the future becomes, an officer, director or partner of such other contracting party, or has now or hereafter a direct or indirect interest in such contract.

**ARTICLE XIII  
RESIDENT AGENT**

The name and address of the initial resident agent of this corporation is:

Eric P. Littman  
7695 S.W. 104<sup>th</sup> Street  
Suite 210  
Miami, FL 33156

IN WITNESS WHEREOF, I have hereunto subscribed to and executed these Articles  
of Incorporation this on September 23, 1997.



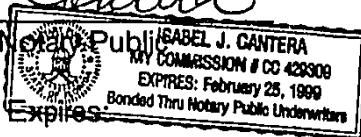
Eric P. Littman, Subscriber

Subscribed and Sworn on September 23, 1997  
Before me:




Isabel Cantera, Notary Public

My Commission Expires



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE  
NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for SECRETARIAL SERVICES OF ORLANDO, INC.  
at the place designated in the Articles of Incorporation, the undersigned is familiar with  
and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
\_\_\_\_\_  
Eric P. Littman

C:\DATA\WP60\504\ART.504

FILED  
CLERK OF STATE  
97 SEP 30 PM 1:42