

F9600005812

CAPITAL CONNECTION INC.
 47 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 244-6700
 Mailing Address: Post Office Box 1049, Tallahassee, FL 32302
 BILL NUMBER: 960005812
 FAX (904) 222-1222

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 \$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	10/25		
TIME			CK No. _____
BY			

WALK-IN
 Will Pick Up 10:00 *[Signature]*

RE: *Florida Enterprises, Inc.*

	C.C. 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		
CUB. <i>C.S.</i>		
Fictitious Name File		
Name Reservation	-10/25/96--01025--027	
Annual Report/Reinstatement	***131.25	***131.25
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.....	

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 25, 1996

CAPITAL CONNECTION, INC.

SUBJECT: FML ENTERPRISES, INC.
Ref. Number: W96000022752

We have received your document for FML ENTERPRISES, INC. and your check(s) totaling \$131.25. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please **RETURN ALL DOCUMENTATION** to the **ATTENTION** of the **DOCUMENT SPECIALIST** indicated.

Please return 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 (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 396A00049367



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

RECEIVED

OCT 07 1996

OFFICE OF CORPORATIONS

October 25, 1996

CAPITAL CONNECTION, INC.

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Doug Dickinson
Document Specialist

Letter Number: 396A00049367

*corrected
Thanks!*

**CERTIFIED COPY OF EXTRACT FROM
UNANIMOUS CONSENT IN LIEU OF
MEETING OF BOARD OF DIRECTORS OF
FML ENTERPRISES, INC.**

I, the undersigned, Robert Bixler, the Secretary of FML Enterprises, Inc., a Pennsylvania corporation (the "Corporation"), do hereby certify that the following is a true and correct copy of a resolution adopted by the unanimous written consent of the Board of Directors of the Corporation effective as of October 24, 1996:

RESOLVED, that the Corporation adopt the fictitious name of FML Enterprises of PA, Inc. solely for the purpose of doing business within the State of Florida and that the Corporation take such action as is necessary or appropriate to qualify the Corporation as a foreign corporation with the right to do business within Florida.

IN WITNESS WHEREOF, I have affixed my name as Secretary of this Corporation, and have affixed the corporate seal of the Corporation this 4th day of November, 1996.


Robert Bixler, Secretary

[CORPORATE SEAL]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV - 7 AM 10:20

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. FMI, Enterprises, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Pennsylvania 3. 23-1724912
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/21/70 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or perpetual)

6. 10/25/96
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 607.155, F.S.)

7. 250 King of Prussia Road
Radnor, PA 19087
(Current mailing address)

8. Conduct and transact any and all lawful business authorized by Chapter 607 of the
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

Name: Dean, Mead & Minton

Office Address: 1903 South 25th Street - Suite 200

Fort Pierce, Florida, 34947

(Zip Code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Steven C. Lee, Vice President, Dean, Mead & Minton
(Registered agent's signature) Steven C. Lee

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 03 7 AM 10:20

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: William S. Taylor

Address: 250 King of Prussia Road

Radnor, PA 19087

Vice Chairman: Arthur W. Mullin

Address: 250 King of Prussia Road

Radnor, PA 19087

Director: James W. Kelican, Jr.

Address: 250 King of Prussia Road

Radnor, PA 19087

Director: _____

Address: _____

B. OFFICERS

President: William S. Taylor

Address: 250 King of Prussia Road

Radnor, PA 19087

Vice President: James W. Kelican, Jr.

Address: 250 King of Prussia Road

Radnor, PA 19087

Secretary: Robert Bixler

Address: 250 King of Prussia Road

Radnor, PA 19087

Treasurer: Arthur W. Mullin

Address: 250 King of Prussia Road

Radnor, PA 19087

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

James W. Kelican, Jr. Vice President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

James W. Kelican, Jr., Vice President

(Typed or printed name and capacity of person signing application)

96 MAY -7 AM 10:20

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

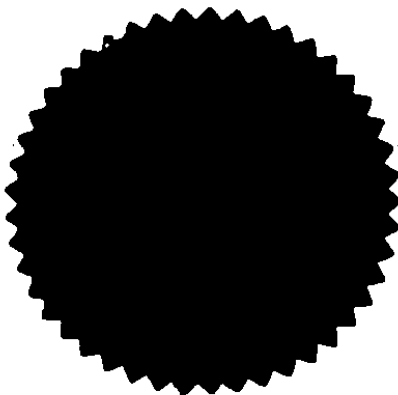
OCTOBER 22, 1996

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

FML ENTERPRISES, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed; the day
and year above written.

A handwritten signature in cursive script, reading "Gretchen Kunkin".

Secretary of the Commonwealth

CFEN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV - 7 AM 10:20