

L96000000523

CAPITAL CONNECTION, INC.

117 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 _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

*285 - 1. fee
 50.50 - copy*

PH 5/10/96

RE: From Little Acorns,
L.C.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™ <u>L.C.</u>		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

5/10/96 10:10 AM

*100001825521
 05/16/96-01126-028
 ***337.50 ***337.50*

.....
 REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____
 BY _____ CK No. _____

WALK-IN 5/10 12:00
 Will Pick Up _____

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

ARTICLES OF ORGANIZATION
OF
FROM LITTLE ACORNS, L.C.

FILED
96 MAY 10 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be FROM LITTLE ACORNS, L.C., (hereinafter called "Company"). The principal place of business of the Company in Florida shall be in Brevard County.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company shall exist, until December 31, 2036, beginning on the date these Articles are filed by the Florida Department of State, unless the Company is dissolved as provided in these Articles of Organization.

ARTICLE III - ADDRESS

The mailing address and street address of the Company's principal office are:

Mailing Address:
c/o Alan Prescott
234 Willard Street
Cocoa, Florida 32922

Office Address:
c/o Alan Prescott
234 Willard Street
Cocoa, Florida 32922

ARTICLE IV - PURPOSES AND POWER

The general purpose for which the Company is organized is to: design, construct, own, use, buy, sell, lease, hire, deal in and with articles of property of all kinds, render services of all kinds, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida and principal office is:

Kevin P. Markey, Esquire
410 W. Merritt Avenue
P.O. Box 541081
Merritt Island, FL 32954-1081

ARTICLE VI - CAPITAL CONTRIBUTIONS

The members of the Company initially shall contribute to the capital of the Company the cash or property set forth in "Exhibit "A".

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members.

A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the members proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the

affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of each member of the company is:

HAMI, L.C.

Mailing Address:
c/o Swiss Link, Inc.
P.O. Box 320013
Coconut, Florida 32932-0013

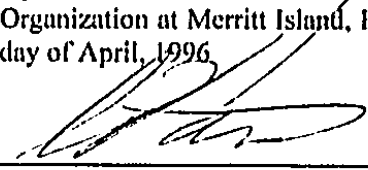
Office Address:
1316 Sequoia Place
Rockledge, Florida 32955

JOLLY GOOD ENTERPRISES, INC.

Mailing Address:
c/o Alan Prescott
234 Willard Street
Coconut, Florida 32922

Office Address:
c/o Alan Prescott
234 Willard Street
Coconut, Florida 32922

IN WITNESS WHEREOF, the undersigned organizer as an authorized representative of all of the members has made and subscribed these Articles of Organization at Merritt Island, Florida, for the foregoing uses and purpose, this 30th day of April, 1996.



Alan Prescott, Organizer

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared the above named organizer, to me well known to be the organizer of the above limited liability company and who subscribed the above Articles of Organization, and he each freely and voluntarily acknowledged before me according to law that she makes the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 30 day of April, 1996.



Notary Public

Printed Name

My Commission Expires

OFFICIAL SEAL

KEVIN P. MARKEY

My Commission Expires

Aug. 3, 1996

Comm. No. CC 219493

CERTIFICATE OF DESIGNATION FOR
REGISTERED AGENT/REGISTERED OFFICE

FILED

MAY 10 PM 3:52

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES, SECTION 608.415, FLORIDA
or 608.507, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

From Little Acorns, L.C.

2. The name and address of the registered agent and office is:

Kevin P. Markey, Esquire
410 W. Merritt Avenue
P.O. Box 541081
Merritt Island, FL 32954-1081

Having been named as registered agent and to accept service of process of the above
stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete
performance of my duties, and I am familiar with the obligations of my position as
registered agent.


Kevin P Markey, Esquire

April 30, 1996
Date

FILED

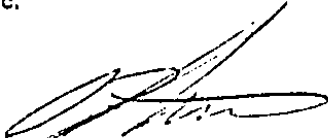
JULY 10 PM 3:52
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members, or authorized representative of a member, ACORNS, L.C., deposes and says:

1. The above named limited liability company has at least two members;
2. The total amount of cash contributed by Jollygood, Inc. is \$10.00;
3. The total amount of cash contributed by Haml, L.C. is \$10.00;
4. If any, the agreed value of property other than cash contributed by each member is \$0.00; and
5. The total amount of cash or property anticipated to be contributed by each member is \$20.00. This total includes amounts from numbers 2, 3 and 4 above.

In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.



Alan Prescott, an authorized
representative of all the members

EXHIBIT "A"

CAPITAL CONTRIBUTIONS BY MEMBERS

<u>ORGANIZER</u>	<u>CONTRIBUTION</u>
Jollygood, Inc.	\$10.00
Hami, L.C.	\$10.00