

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

95 JAN -1

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 \$ _____

JAN 4 1995 BSB

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____

BY SW CK No. _____

WALK-IN 1-4 11:00
Will Pick Up

RE: Financial Resources Management, Inc.

INVOICE

CERTIFICATE OF INCORPORATION
FEE DISBURSED
Capital Express
Art. of Inc. F
Corp. Record Search
Ltd. Partnership
Foreign Certificate
Cert. Copy(s)
Photo Copy

Art. of Amend. File
Dissolution/Withdrawal
C U S -
Fictitious Name File
EFFECTIVE DATE
JAN 1-1995

Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing
508884-868625
-01/04/95--01025--003
*****20.00 *****20.00

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

ARTICLES OF INCORPORATION
OF
FINANCIAL RESOURCES MANAGEMENT, INC.

FILED
95 JAN -4 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

EFFECTIVE DATE

JAN 1 1995

Article I. NAME

The name of this corporation shall be Financial Resources Management, Inc.

Article II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 10460 Roosevelt Blvd., Suite #235, St. Petersburg, Florida 33716.

Article II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

Article III. DURATION

This corporation shall exist perpetually.

Article IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value stock, which shall be designated "Common Shares".

Article V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10460 Roosevelt Blvd., Suite #235, St. Petersburg, FL 33716, and the name of the initial registered agent of this corporation at that address is Vasile Cotirla.

Article VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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 name and address of the initial director of this corporation is:

Vasile Cotirla
10460 Roosevelt Blvd., Suite #235
St. Petersburg, FL 33716

Article VII. OFFICERS

The initial officers of this corporation and their offices shall be as follows:

PRESIDENT Vasile Cotirla
VICE-PRESIDENT Vasile Cotirla
SECRETARY Vasile Cotirla
TREASURER Vasile Cotirla

Article VIII. INCORPORATOR

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

Vasile Cotirla
10460 Roosevelt Blvd., Suite #235
St. Petersburg, FL 33716

Article IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article X. EFFECTIVE DATE

This corporation shall become effective on January 1, 1995.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26 day of December, 1994.

Vasile Cotirla

Vasile Cotirla
Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county set forth above, personally appeared Vasile Cotirla. Personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation as his free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 26 day of December, 1994.

Heather L. Mort
NOTARY PUBLIC

MY COMMISSION EXPIRES:

CERTIFICATE DESIGNATING
REGISTERED AGENT / REGISTERED OFFICE

FILED

95 JAN -4 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is Financial Resources Management, Inc.

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

Vasile Cotirla
10460 Roosevelt Blvd., Suite #235
St. Petersburg, FL 33716

Signature

Vasile Cotirla

Title

President

Date

12/26/94

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature

Vasile Cotirla

Date

12/26/94