

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 _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Para legal Associates U.S.A., Inc.**19500000598**

	OF FEE.	DISBURSED
_____ Cert. Express		
_____ Ann. Inc. Fee		
_____ Recd Search		
_____ Ltd Partnership File		
_____ Foreign Corp. File		
_____ () Cert. Copy(s)		
_____ Photo Copy		
_____ 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.	

SUBTOTALS

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

95 JAN -4 AM 11:35
DIVISION OF CORPORATION
RECEIVED
FILED
95 JAN -4 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 4 1995 BSB

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____

DATE _____

TIME _____ CK No. _____

BY SW _____WALK-IN Will Pick Up 1-4 1:00Please 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
PARALEGAL ASSOCIATES U.S.A., INC.

FILED
95 JAN -4 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is PARALEGAL ASSOCIATES U.S.A., INC.
The principal address of the corporation is: 1802 N. University
Drive, Plantation, Florida 33322.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the
transaction of any or all lawful business for which corporations may
be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have
authority to issue is one thousand (1,000) of no par value.

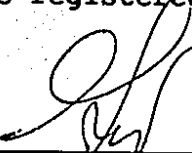
ARTICLE FIVE

The corporation will not commence business until it has received for
the issuance of shares consideration of the value of \$1,000.00
consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 1802 N.
University Drive, Plantation, Florida 33322, and the name of its
initial registered agent at such address is IAN GARDNER.

I hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation.



IAN GARDNER

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two (2), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
IAN GARDNER	8209 N.W. 8th Place, Plantation, Florida 33322
DONALD S. GOLDRICH	7115 Cutter Court, Parkland, Florida 33067

ARTICLE EIGHT

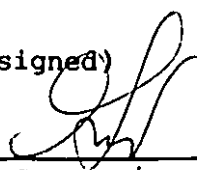
The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
IAN GARDNER	8209 N.W. 8th Place, Plantation, Florida 33322

(signed)



Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

P95000000598

December 28, 1995

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: ARTICLES OF AMENDMENT OF
PARALEGAL ASSOCIATES USA, INC.

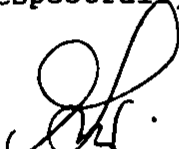
Dear Secretary of State:

300001680303
-01/05/96--01071--019
*****35.00 *****35.00

Enclosed find one original and a copy of the Articles of Amendment
of PARALEGAL ASSOCIATES USA, INC.

Also find enclosed a check made payable to the Secretary of State in
the amount of \$35.00 which includes the statutory filing fee. Your
assistance in amending this corporation is appreciated.

Respectfully,



IAN GARDNER
1802 N. Univeristy Drive
Suite 100
Plantation, Florida 33322

FILED
96 FEB -5 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
187 2-6-96
~~* 187, 169, 524, 671*~~
4092
~~* 789, 524, 671*~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
96 FEB -5 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 12, 1996

Ian Gardner
1802 N. University Drive
Suite 100
Plantation, FL 33322

SUBJECT: PARALEGAL ASSOCIATES U.S.A., INC.
Ref. Number: P95000000598

We have received your document for PARALEGAL ASSOCIATES U.S.A., INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

Please fill in the date of adoption.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 696A00001732



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED

96 FEB -5 AM 9:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 30, 1996

Ian Gardner
1802 N. University Drive
Suite 100
Plantation, FL 33322

SUBJECT: PARALEGAL ASSOCIATES U.S.A., INC.
Ref. Number: P95000000598

We have received your document for PARALEGAL ASSOCIATES U.S.A., INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Please fill in the date of adoption.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 696A00004000

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PARALEGAL ASSOCIATES USA, INC.

FILED
96 FEB -5 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: The number of Directors has changed from two to one.

Article Number VII - New Board Of
Directors shall now be:
Ian Gardner
1802 N. University Drive, Suite 100
Plantation, Florida 33322

Article Number IX - the new officers
shall be:
Ian Gardner - President

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:


THIRD: The date of each amendment's adoption: January 6, 1995.


FOURTH: Adoption of Amendment:

- ____. The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.
- X. The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.
- ____. The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.
- ____. The amendment was approved by the shareholders through voting groups.

The number of votes cast for the amendment was sufficient for approval by Ian Gardner and Donald S. Goldrich.
(voting group)

Signed this 6th day of January, 1995.

BY: 
Ian Gardner - Director

BY: 
Donald S. Goldrich - Director