

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 _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Alan Newman
Co. Inc

C.C. DISBURSED

Capital Expense
 Art. of Inc. File
 Corp. Record Renewal
 Ind. Partnership File
 Foreign Corp. File
 () Copy(s)

Art. of Amend. File
 Dissolution/Withdrawal
 C U S.
 Fictitious Name File

Name Reservation 210199-120632
 Annual Report/Reinstatement 81/13795-11079-010
 Reg. Agent Service ****122.50 ****122.50
 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 Prop.
 FAX () pgs.

SUBTOTALS _____

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

FILED
 95 JAN 13 PM 12:31
 SECRETARY OF STATE
 TALLAHASSEE, FL 32304

JAN 13 1995 BSB

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

WALK-IN
 Will Pick Up 113 1:30

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
ALAN NEWMAN & CO., INC.

FILED
95 JAN 13 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is Alan Newman & Co., Inc..

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designed as "common Shares". All of said stock shall be payable in cash, property (real or personnel) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 20803 Via Madeira Drive, Boca Raton, Florida 33433 and the name of the initial registered agent of this corporation is Alan M. Newman, whose address is 20803 Via Madeira Drive, Boca Raton, Florida 33433.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director of this corporation is Alan M. Newman, 20803 Via Madeira Drive, Boca Raton, Florida 33433.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:
Alan M. Newman, 20803 Via Madeira Drive, Boca Raton, Florida 33433.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XI

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or majority thereof, and any director of this corporation who is also a director or and officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of Jan., 1995.

SUBSCRIBE Alan M. Newman

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Alan M. Newman, who are personally known to me or who produced Driver's License as identification and who did not take an oath, have executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12 day of January, 1995.

J. Glenn Spoor
NOTARY PUBLIC, State of Florida

My Commission Expires:

J. GLENN SPOOR
NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES
12/31/97

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

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said act:

First - That Alan Newman & Co., Inc.
desiring to organize under the laws of the State of Florida with its
principal offices, as indicated in the Articles of Incorporation, at
City of Boca Raton, County of Palm Beach, State of Florida,
has named Alan Newman 20803 Via Madeira Drive, Boca Raton,
Florida 33433, City of Boca Raton, County of Palm Beach, State of
Florida, as its agent to accept services of process with the state of

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
corporation, at place designated in this certificate, I hereby accept
to act in this capacity, and agree to comply with the provision of
said Act relative to keeping open said office.

By: Alan M. Newman
Resident Agent