

# 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

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**99500001**

PHONE ( )

Service: Top Priority Regular  
 One Day Service Two Day Service

To us via Return via

Matter No.: Express Mail No.

State Fee \$ Our \$

FEB 14 1995 BSB

REQUEST TAKEN CONFIRMED APPROVED  
 DATE  
 TIME CK No.  
 BY

WALK IN  
 Will Pick Up

RE: The Pol Factory, Inc.

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

FILED  
 15 FEB 16 AM 10:43  
 SECRETARY OF STATE

## 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  
THE POT FACTORY, INC.

FILED  
95 FEB 14 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I  
Name

The name of the corporation is THE POT FACTORY, INC.

ARTICLE II  
Duration

The duration of the corporation shall be perpetual.

ARTICLE III  
Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV  
Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

ARTICLE V  
Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

ARTICLE VI  
Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII  
Registered Office and Agent

The address of the initial registered office of the corporation is, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 33940-3060, and the name of its initial registered agent at such address is Leo J. Salvatori.

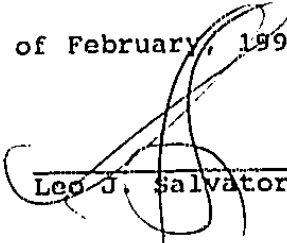
ARTICLE VIII  
Incorporator

The name and address of the incorporator is Leo J. Salvatori, 4501 Tamiami Trail North, Suite 300, Naples, Florida 33940-3060.

ARTICLE IX  
Principal Office

The principal office of the corporation is located at 3427 Exchange Avenue, Naples, Florida 33942.

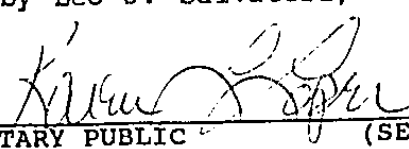
Executed this 13 day of February, 1995.

  
\_\_\_\_\_  
Leo J. Salvatori, Incorporator

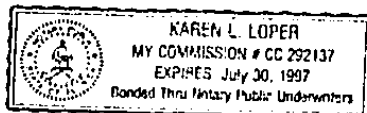
STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 13th day of February, 1995 by Leo J. Salvatori, who is personally known to me.

  
\_\_\_\_\_  
NOTARY PUBLIC (SEAL)

My Commission Expires:



CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND  
REGISTERED OFFICE.

In compliance with Section 48.091, Florida Statutes and  
Section 607.0501(3) of the Florida Business Corporation Act, the  
following is submitted:

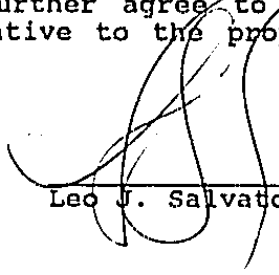
1. That The Pot Factory, Inc., desiring to organize under the  
laws of the State of Florida, has named Leo J. Salvatori located at  
Barnett Center, 4501 Tamiami Trail North, Suite 300, Naples,  
Collier County, Florida 33940-3060, as its agent to accept service  
of process within Florida.

Dated: Feb. 17, 1995

  
Leo J. Salvatori, Incorporator

2. That, having been named to accept service of process for the  
above-stated corporation, at the place designated in this  
Certificate, I hereby agree to act in this capacity; I am familiar  
with and accept the obligations of §607.0505 of the Florida  
Business Corporation Act and further agree to comply with the  
provisions of all statutes relative to the proper and complete  
performance of my duties.

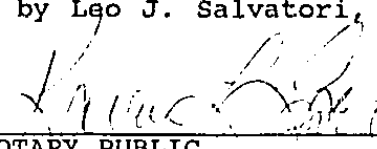
Dated: Feb. 17, 1995

  
Leo J. Salvatori

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before  
me this 17th day of February, 1995 by Leo J. Salvatori, who is  
personally known to me.

  
NOTARY PUBLIC

(SEAL)

My Commission Expires:

