

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: Michael Gaines, Inc.

	C.C. FEE	DISBURSED
Capital Corp File		
Art. of Inc. File		
Corp. Name Bus. File		
Art. of Partnership File		
Foreign Corp File		
(1) Cont. Copy(s) _____		
Check 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	\$

MAR 2 1995 BSB

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

WALK-IN
Will Pick Up 3-2 1/2

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

FILED

MICHAEL GRIMES, INC. 05 MAR -2 PH 12:35

ARTICLE ONE

SECRETARIAL STAMPS

The name of the corporation is **MICHAEL GRIMES, INC.** The principal address of the corporation is 1511 E. Commercial Blvd., Suite 116, Ft. Lauderdale, Florida 33334-5717.

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 hundred (100)** 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 1511 E. Commercial Blvd., Suite 116, Ft. Lauderdale, Florida 33334-5717 and the name of its initial registered agent at such address is **PAUL GRIMES**.

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

Paul Grimes -
PAUL GRIMES

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), 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
PAUL GRIMES	1511 E. Commercial Blvd., #116, Ft. Lauderdale, Florida 33334-5717

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
PAUL GRIMES	1511 E. Commercial Blvd., #116, Ft. Lauderdale, Florida 33334-5717.

(signed)

Paul Grimes
Incorporator

ARTICLE TEN

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