

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

PHONE ()

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

MAR 8 1995 BSB

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

WALK-IN
Will Pick Up 3-8 12:00

RE: Capital Management
Trading, Inc.

	C.C. FEE.	DISBURSED
Art. of Amend. File	5000001424115	
Dissolution/Withdrawal	-03/08/95--01002--031	
C U S -	***122.50	***122.50
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.....	\$

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
CAPITAL MANAGEMENT AND TRADING, INC.

FILED
95 MAR -8 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name and Address

The name of this corporation is CAPITAL MANAGEMENT AND TRADING, INC. The mailing address of the corporation is: 209 Gornto Lake Road, Brandon, Florida 33510. The address of the corporation's principal office is 209 Gornto Lake Road, Brandon, Florida 33510.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 7,500 shares of common stock, which shall be designated as "Common Shares." There is no par value.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 209 Gornto Lake Road, Brandon, Florida 33510, and the name of the initial registered agent of this corporation at that address is MICHAEL CRUDELE.

ARTICLE V - Incorporator

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

<u>Name</u>	<u>Address</u>
MICHAEL CRUDELE	209 Gornto Lake Road Brandon, Florida 33510

ARTICLE VI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VII - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of March, 1995.



MICHAEL CRUDELE

0061418.01(CAB)
(2/3/95-D1)

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, CAPITAL MANAGEMENT AND TRADING, INC., desiring to organize under the laws of the State of Florida, hereby designates MICHAEL CRUDELE, located at 209 Gornito Lake Road, Brandon, Florida 33510, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.


MICHAEL CRUDELE

0061418.01(CAB)
(2/3/95-D1)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA