

CONTACT:

460862

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 04/04/95--01027--003
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Avian Inc (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. 195 15180 (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
 APR 4 11 29 31
 65 APR -4

- Walk in Pick up time _____ Certified Copy ARTICLES ONLY
- Mail out Will wait Photocopy Certificate of Status ALL CHARTER DOCS
- CERTIFICATE OF GOOD STANDING

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

H. SIMS APR -4 1995

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**HOLD FOR
 PICKUP BY
 UCC SERVICES**

Examiner's Initials _____

ARTICLES OF INCORPORATION
OF
AVIAN, INC.

FILED
MAY 13 1961
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this corporation is AVIAN, INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 7500 shares of \$1.00 par value common stock, which shall be designated "common shares." The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this corporation to accomplish this compliance. This corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he 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 VI
INITIAL REGISTERED OFFICE AND AGENT

The address of the principal place of business of the corporation is: 2400 Tamiami Trail North, Suite 333, Naples, Florida 33940. The street address of the corporation's initial registered office of the corporation is: 2335 Tamiami Trail North, #308, Naples, Florida 33940, and the name of the initial registered agent of the corporation at that address is: DOUGLAS L. RANKIN. The shareholders may from time to time select and so communicate, by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have 1 Director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than 1. The name and address of the initial director of the corporation is:

<u>NAMES</u>	<u>ADDRESSES</u>
C. Patrick Warren	2400 Tamiami Trail North Suite 333 Naples, FL. 33940

ARTICLE VIII

INCORPORATOR

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

<u>NAMES</u>	<u>ADDRESSES</u>
C. Patrick Warren	2400 Tamiami Trail North Suite 333 Naples, Florida 33940

ARTICLE IX

BYLAWS

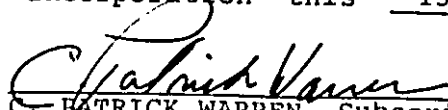
The power to adopt, alter, amend or repeal bylaws shall be vested in the Shareholders.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article V are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 13th day of March, 1995.


C. PATRICK WARREN, Subscriber

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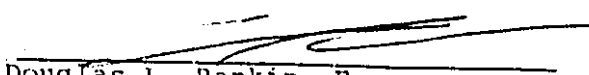
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Avian, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Naples, County of Collier, State of Florida, has named Douglas L. Rankin, Esq., located at: 2335 Tamiami Trail North, #308, Naples, FL. 33940, County of Collier, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process of the above stated 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 including those relative to keeping open said office.

By: 
Douglas L. Rankin, Esq.

DT16/786

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LAW OFFICE
DOUGLAS L. RANKIN

ELDER LAW
CORPORATION AND BUSINESS LAW
GENERAL PRACTICE
REAL ESTATE
WILLS, TRUSTS, & ESTATES

MOORINGS PROFESSIONAL BUILDING
2335 TAMiami TRAIL NORTH SUITE 308
NAPLES, FLORIDA 33940
OFFICE (941) 262-0061
FAX (941) 262-2092



September 15, 1995



Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

RE: Avian Inc.

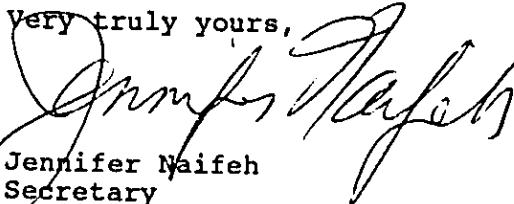
Dear Sir:

This letter is a request to change the mailing address of Avian Inc. to 2706 Horseshoe Drive, Suite #106, Naples, Fl 33942. Please direct all correspondence to the above address.

Our client, Mr. Pat Warren, has requested that in the future he would appreciate all correspondence be mailed to him instead of to our law office.

Thank you for your consideration in the above matter.

Very truly yours,


Jennifer Naifeh
Secretary

JMN/encl

cc: Pat Warren

cc:\law\1436

BL 9/19/95