

P95000027261

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 \$ _____

95 APR -6 PM 10:25
TALLAHASSEE, FL 32301

W95-7370

AB4/6/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<i>JK</i>	_____	_____

WALK-IN Will Pick Up *4-6* _____

RE: *Kelly City, Tex.*

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S		
<input type="checkbox"/> Fictitious Name File		
700001448137		
-04/05/95--01066--014		
****122.50 ****122.50		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> 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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 5, 1995

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: KITTY CITY, INC.
Ref. Number: W95000007370

We have received your document for KITTY CITY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated must be an active Florida corporation or limited liability company or a foreign corporation or limited liability company authorized to transact business in Florida. Please correct the document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 495A00015523

Corrected

ARTICLES OF INCORPORATION
OF
KITTY CITY, INC.

FILED
95 APR -6 AM 10:25
TAMPA, FLORIDA
CLERK OF THE CIRCUIT COURT

The undersigned Subscriber hereby makes, subscribes, acknowledges, and files with the Secretary of State of the State of Florida these Articles of Incorporation, for the purpose of forming a corporation for profit, in accordance with Chapter 607, Florida Statutes, General Corporation Act of the State of Florida.

ARTICLE ONE

NAME OF CORPORATION

The name of this corporation is: KITTY CITY, INC.

ARTICLE TWO

PRINCIPAL OFFICE OF CORPORATION

The principal office of the corporation is located at 4503 Old Saybrook Avenue, Tampa, Florida 33624.

ARTICLE THREE

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is 10,000 shares, all of which shall be common shares with a par value of \$1.00.

ARTICLE FOUR

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida is 500 E. Kennedy Blvd., Suite 200, Tampa, FL 33602, and the initial Registered Agent is Rydberg & Goldstein, P.A. The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may from time to time, change the registered agent of the corporation.

ARTICLE FIVE

NAMES AND ADDRESSES OF INCORPORATORS

The names and street addresses of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Cynthia L. Duncan	4503 Old Saybrook Avenue Tampa, FL 33624

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 3rd day of April, 1994.


Cynthia L. Duncan

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

95 APR -6 AM 11 25

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

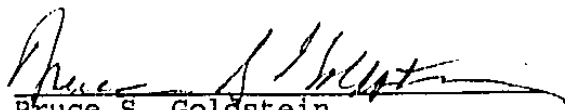
KITTY CITY, INC., desiring to be organized under the laws of the State of Florida with its principal place of business at City of Tampa, County of Hillsborough, State of Florida, has named Rydberg & Goldstein, P.A. located at 500 E. Kennedy Blvd., Suite 200, Tampa FL 33602, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the 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.

RYDBERG & GOLDSTEIN, P.A.

By:


Bruce S. Goldstein
Vice President
Registered Agent

DATED: April 3, 1995.