

P95000033128

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 \$ _____

95 APR 27 PM 2:52

4/27/95

RE: Blade Runners, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File	200004467052	
<input type="checkbox"/> Dissolution/Withdrawal	-04/27/95--U1064--011	
<input type="checkbox"/> C U S-	****122.50 ****122.50	
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Renewal		
<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.....	\$

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY JK _____

WALK-IN 4/27/95
Will Pick Up 2:00

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE

THANK YOU

LAW OFFICE OF J. MICHAEL RYON

5124 TROUBLE CREEK ROAD
NEW PORT RICHEY, FLORIDA 34652
TELEPHONE (813) 847-4320

April 24, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RE: BLADE RUNNERS, INC.

Gentlemen:

Enclosed herewith is the original and a copy of the Articles of Incorporation for BLADE RUNNERS, INC., along with our check in the amount of \$122.50 to cover the following costs:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Resident Agent	\$35.00

Please return a certified copy.

Very truly yours,


J. Michael Ryon, Esq.

Enclosures: 3

JMR:ljf

ARTICLES OF INCORPORATION

OF

BLADE RUNNERS, INC.

FILED

SS APR 27 PM 2:02

I, the undersigned, whose name is hereunto subscribed, make this certificate for the purpose of forming a corporation to be known as BLADE RUNNERS, INC., and hereby associate ourselves together for the purpose of becoming such corporation for profit under the laws of the State of Florida for the purpose and with the rights, powers and objects hereinafter set forth as follows:

ARTICLE I

NAME

The name of the corporation shall be BLADE RUNNERS, INC.

ARTICLE II

NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, except that it is not to conduct banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition activity or business.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares non par value common stock.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 6109 Wooden Street, New Port Richey, Florida 34653. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

DIRECTORS

This corporation shall have two (2) directors. The number of directors may be increased from time to time by virtue of by-laws adopted by the stockholder but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the member of the first Board of Directors are:

NAME:	ADDRESS:
BILLY MOTT	6109 Wooden Street New Port Richey, FL 34653
RICHARD BIDDLE	5528 Wyoming Avenue New Port Richey, FL 34652

ARTICLE IX

INITIAL OFFICERS

The names and addresses of the officers of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation, or until an

election is held by the directors of this corporation for the election of permanent officers, or until the successors have been duly elected and qualified are:

NAME:	ADDRESS:	OFFICE
BILLY MOTT	6109 Wooden Street New Port Richey, FL 34653	President
RICHARD BIDDLE	5528 Wyoming Avenue New Port Richey, FL 34652	Sec/Treas.

ARTICLE X

SUBSCRIBERS

The names and addresses of each of the subscribers to these Articles of Incorporation and the number of shares each agrees to take are:

NAME:	ADDRESS:	SHARES:
BILLY MOTT	6109 Wooden Street New Port Richey, FL 34653	60
RICHARD BIDDLE	5528 Wyoming Avenue New Port Richey, FL 34652	40

ARTICLE XI

REGISTERED AGENT

The corporation has named BILLY MOTT, 6109 Wooden Street, New Port Richey, Florida 34653, as its registered agent to accept service of process within the State of Florida.

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law; every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders meeting by majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

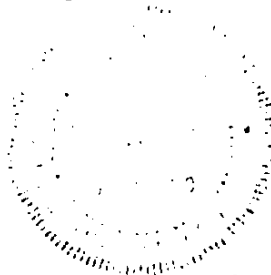

BILLY MOTT


RICHARD BIDDLE

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments, appeared BILLY MOTT and RICHARD BIDDLE, personally known to me to be the persons described in the foregoing Articles of Incorporation as the subscriber thereto and who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed to such Articles Of Incorporation.

WITNESS my hand and seal this 24 day of April, 1995, at New Port Richey, Pasco County, Florida.



Lori J. Faucette
Notary Public

My Commission Expires:
10-11-96

Acceptance of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for BLADE RUNNERS, INC.

Billy Mott
BILLY MOTT

STATE OF FLORIDA
COUNTY OF PASCO

SWORN AND SUBSCRIBED to before me this 24 day of April, 1995. Personally known or form of ID Id. Ex. Lic.



Lori J. Faucette
Notary Public

My Commission Expires:
10-11-96