

P95000033348

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: Cacroth and
Company, Inc.

| | C.C. FEE. | DISBURSED |
|---|---------------------|-----------|
| Capital Express™ | | |
| <input checked="" type="checkbox"/> Art. of Inc. File | | |
| Corp. Record Search | | |
| Ltd. Partnership File | | |
| Foreign Corp. File | | |
| <input checked="" type="checkbox"/> Cert. Copy(s) | | |
| Art. of Amend. File | | |
| Dissolution/Withdrawal | | |
| C U S- | | |
| Fictitious Name File | | |
| Name Reservation | | |
| Annual Report/Reinstatement | | |
| Reg. Agent Service | | |
| Document Filing | 200001465222 | |
| | -04/28/95 01051 013 | |
| | ***122.50 ***122.50 | |
| 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 | | |

04/28/95
 01051
 013

04/28/95

| REQUEST | TAKEN | CONFIRMED | APPROVED |
|---------------|-------|-----------|--------------|
| DATE _____ | _____ | _____ | _____ |
| TIME _____ | _____ | _____ | CK No. _____ |
| BY <u>AAK</u> | _____ | _____ | _____ |

| | |
|--------------------------------|----------|
| FEE..... | \$ _____ |
| DISBURSED..... | \$ _____ |
| SURCHARGE..... | \$ _____ |
| TAX on corporate supplies..... | \$ _____ |
| SUBTOTAL..... | \$ _____ |
| PREPAID..... | \$ _____ |
| BALANCE DUE..... | \$ _____ |
| | \$ _____ |

WALK-IN Will Pick Up 408 1200

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
CARRUTH AND COMPANY, INC.

FILED

95 APR 28 PM 12:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

ARTICLE I

The name and address of the corporation shall be: CARRUTH AND COMPANY, INC., 301 N.W. 71 Street, Miami, Florida 33150.

ARTICLE II

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue ten (100) shares of one hundred Dollars (\$10.00) par value Common Stock, which shall be designated "Common Stock."

ARTICLE V

The name and street address of the initial Registered Agent of this Corporation is: Beth A. Carruth, 301 N.W. 71 Street, Miami, Florida 33150.

ARTICLE VI

This corporation shall have one (1) director initially. The Number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is: Beth A. Carruth, 301 N.W. 71 Street, Miami, Florida 33150.

ARTICLE VII

The original officer of this cooperation shall be:
BETH A. CARRUTH - President/Secretary.

ARTICLE VIII

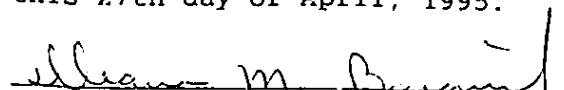
The name and address of the person signing these articles is: Beth A. Carruth, 301 N.W. 71 Street, Miami, Florida 33150.

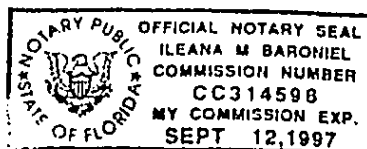
In witness whereof, the undersigned subscriber have executed these Articles of Incorporation this 27th day of April, 1995.



In Dade County, State of Florida before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared, Beth A. Carruth known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

In witness whereof, I have hereto affixed my hand and seal, in the State and County aforesaid, this 27th day of April, 1995.


Notary Public, State of Florida



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED
95 APR 28 PM 12:18

CERTIFICATE OF REGISTERED AGENT OF CARRUTH AND COMPANY, INC.

Pursuant to Florida Statutes Section 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation has named Beth A. Carruth 301 N.W. 71 Street, Miami, Florida 33150, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

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 provisions of Florida law in keeping open said office.


REGISTERED AGENT

