

P95000040493

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

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To us via _____ Return via _____

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STATE OF FLORIDA
CORPORATIONS

23 MAY 1995 10:10:49

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

WALK-IN Will Pick Up 5:23 1200

RE: Money

RECEIVED
95 MAY 23 AM 10:00
DIVISION OF CORPORATION DISBURSED

Capital Express™
Art. of Inc. Filing _____
Corp. Record Search _____
Ltd. Partnership Filing _____
Foreign Corp. Filing _____
() Cert. Copy(s) _____
Art. of Amend. Filing _____
Dissolution/Withdrawal _____
C U S - _____
Fictitious Name Filing _____
Name Reservation _____
Annual Report/Reinstatement _____
Reg. Agent Service _____
Document Filing _____
Corporate Kit _____
Vehicle Search _____
Driving Record _____
Document Retrieval _____
UCC 1 or 3 Filing _____
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
MONEY KEY, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY 23 AM 10:49

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

MONEY KEY, INC.

ARTICLE II

The principal place of business of the corporation shall be Money Key, Mile Marker 24 - 1/2, South of Summerland Key, Florida 33042 and the mailing address of the corporation is 516 Caribbean Drive East, Summerland Key, Florida 33042.

ARTICLE III

The capital stock of this corporation shall be 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The street address of the initial registered agent of the corporation shall be 516 Caribbean Drive East, Summerland Key, Florida 33042. The name of the initial registered agent at that address shall be Thomas Lesick.

ARTICLE V

The name(s) and address(es) of the incorporator(s) to these Articles of Incorporation are:

Dagmar C. Lesick	President	516 Caribbean Drive East Summerland Key, Florida 33042
Thomas Lesick	Secretary & Treasurer	516 Caribbean Drive East Summerland Key, Florida 33042

ARTICLE VI

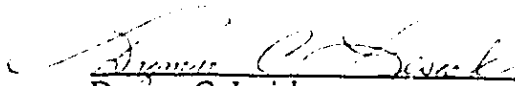
The shareholders of the corporation shall have the power to include in the bylaws, or by separate agreement adopted by the majority of the shareholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the corporation by any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be

determined by the shareholders of the corporation, provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock.

ARTICLE VII

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any rights conferred on the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executed these articles of incorporation on this 22nd day of May, 1995.


Dagmar C. Lesick

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing articles of incorporation were acknowledged before me on this 22nd day of May, 1995, by Dagmar C. Lesick, who is personally known by me or who produced Fla. Drivers License as identification.


NOTARY PUBLIC, State of Florida

My commission expires



LINDA M. YAKEL
MY COMMISSION # CC 245785 EXPIRES
December 13, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PRINCIPAL OFFICE
AND NAMING REGISTERED AGENT

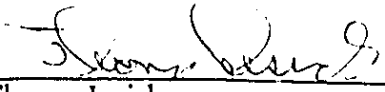
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 AM 10:49

The following is submitted in compliance with Section 48.091, Florida Statutes.

MONEY KEY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 516 Caribbean Drive East, Summerland Key, Florida 33042, has named Thomas Lesick as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept to act in the capacity, and I agree to comply with the provisions of said statute relative to keeping open said office.



Thomas Lesick