

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301 (904) 222-1222
 Mailing Address: Post Office Box 10309, 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 \$ _____

2095-13870

SDG

DB 6/29/95

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

WALK-IN Will Pick Up 629 1200

RE: Capital Connection, Inc.

95 JUN 29 AM 10:35

	C.C. FEE.	DISBURSED
<input checked="" 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		
<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 Prop.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

209501526772
 -06/29/95-01022-014
 ***122 50 ***122 50

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

June 29, 1995

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

SUBJECT: POWER PROPERTIES, INC.
Ref. Number: W95000013270

We have received your document for POWER PROPERTIES, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 995A00031975

CERTIFICATE OF INCORPORATION
OF

POWER PROPERTIES OF CENTRAL FLORIDA, INC.

FILED
55 JUL 19 PM 12:13
SECRETARY OF STATE
FLORIDA

The undersigned forms a corporation for profit pursuant to Chapter 607 of the Florida Statutes, in accordance with the following:

ARTICLE I

The name of this corporation shall be POWER PROPERTIES OF CENTRAL FLORIDA, INC. its principal place of business shall be in the County of Orange, State of Florida, and its Post Office Address is 217 North Eola Drive. Orlando, Florida 32801 with branch offices or places within or without the State of Florida, as the Board of Directors may from time to time designate.

ARTICLE II

The general nature of the business to be transacted or conducted by this corporation shall be as follows:

1. The purchase and sale of real property for investment.
2. To advertise, promote, merchandise, and otherwise purvey the services authorized herein; to negotiate and contract with respect to furnishing of the same for or on

behalf of any person, firm, or corporation, domestic or foreign; to enter into and carry out agency or joint arrangements with other persons, firms, or corporations engaged in like or similar activities; and generally to exploit the services and objects of the corporation by all lawful means.

3. To own, hold, buy, sell, mortgage, pledge and lease and otherwise exercise all acts of ownership over all kinds and classes of property, real, personal, tangible, and mixed, wheresoever situate, including stocks, bonds, or other securities issued by any firm, person, corporation or association.

The foregoing shall not be considered as a limitation of the powers of this corporation, but merely in addition to the general rights, powers, and privileges granted by the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

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

ARTICLE V

This corporation is formed for a term which is and shall be perpetual.

ARTICLE VI

This corporation qualifies as a small business corporation as defined in Section 1244 of the Internal Revenue Code and Regulations thereunder and all stock of this corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code and Regulations thereunder.

ARTICLE VII

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders.

The name and post office address of the director who shall hold office for the first year of existence of the corporation, or until his successor is elected and qualified

is:

ROBERT W. PARRIS 217 North Eola Drive
Orlando, Florida 32801

ARTICLE VIII

The name and post office address of the subscriber to this Certificate of Incorporation is:

LARRY D. BARNES 217 North Eola Drive
Orlando, Florida 32801

ARTICLE IX

The officers of this corporation shall be a President and Secretary all of which shall be elected by the Board of Directors at the time and in the manner provided by the By-Laws; and the following named persons shall be the officers of the corporation and shall hold said respective offices for the corporation for the first year of existence of the corporation, or until successors are duly elected and appointed and have qualified, and shall have powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors:

ROBERT W. PARRIS President/ 217 North Eola Drive
Secretary Orlando, Florida 32801

ARTICLE X

The Board of Directors shall specify the procedure for the issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE XI

The registered office of the corporation shall be at 217 North Eola Drive, Orlando, Florida 32801. The registered Agent whose business address is identical with the registered office shall be LARRY D. BARNES.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Orlando, Florida this 22 day of June, 1995.


LARRY D. BARNES, Subscriber

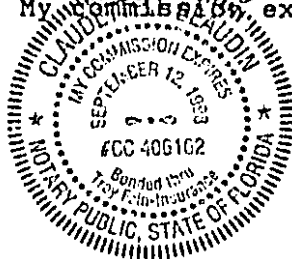
STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY, that before me, the undersigned authority, personally appeared LARRY D. BARNES to me well known and known to me to be the person described in and who executed the foregoing Certificate of Incorporation and who acknowledged the execution thereof to be his free act and deed for the uses and purposes therein set forth.

WITNESS my hand and official seal at Orlando, Florida,
this 22 day of June, 1995.

Claudette J. Brauder
Notary Public, State of Florida
My Commission Expires:



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

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

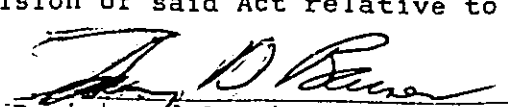
POWER PROPERTIES OF CENTRAL FLORIDA, INC.
That desiring to organize under
the Laws of the State of Florida, with its principal place of
business at 217 North Eola Drive, Orlando, Florida 32801
indicated in the Certificate of Incorporation, has named
LARRY D. BARNES whose address is 217 North Eola Drive,
Orlando, Florida 32801 as its Registered Agent to accept
service of process within this state.

POWER PROPERTIES OF CENTRAL FLORIDA, INC.

BY: 

ACKNOWLEDGMENT

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


Registered Agent

95 JUL 18 PM 12:13

FILED