CAPITAL CONNECTION, INC.

Nº 52260

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)2248870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1 800 347-8062
 FAX (904) 222-1222

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BALANCE DUE		
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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

11-2529-7 PONDER'S ING., THOMASVILLE, GA.

(SAMPLE LETTER OF TRANSMITTAL)

Date December 29, 1995

PH 3: 47

Secretary of State Division of Corporations P. O. Box 6327 Talahassee, FL 32314

Rc:	MICHRUSS	INCORPORATED	, Inc
		(name of corporation)	

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Peter B. Frank
(individual's name)
•
MICHRUSS INCORPORATED
(name of corporation)
MAILING ADDRESS OF CORPORATION
1842 Airport Road South
Naples, FL 33962
}
PHONE —
(941) <u>793-5353</u>
Area Code Number Ext.

ARTICLES OF INCORPORATION

DINISTER FOR THE STATE OF STAT

o/

MICHRUSS INCORPORATED

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

MICHRUSS INCOROPORATED

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The 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 - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1000) of _.001 _____ Dollar(s) (\$_.001 _____) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

ANN T. FRANK 1842 Airport Road South Maples, FL 33962

The principal office, if known, or the mailing address of the corporation is:

1842 Airport Road South Waples, FL 33962

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors 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 names and addresses of the initial director(s) of the corporation are as follows:

PETER B. FRANK 1842 Airport Road South Naples, FL 33962

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

PETER B. FRANK 1842 Airport Road South Maples, FL 33962

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 29th day of December, 1995.

(Seal)	Peter B. Front	
<u>(</u> Seal)		_
<u>(</u> Seal)	,	_

STATE OF FLORIDA COUNTY OF COLLIER

before me a Notary Public auti State and County set forth at	norized to take acknowledgments in the bove, personally appeared:
Signature	Form of Identification
Signature	Form of Identification
Signature	Form of Identification
foregoing Articles of Incorp that <u>HC</u> executed these Art. upon the form X of identifi	be the person(s) who executed the oration, who acknowledged before me icles of Incorporation, that I relied cation of the above named personame, and that an oath (was)(was not)
Notary Rubber Stamp Seal	Tant to Comment to the State of
Witness my hand and offic aforesaid this 29th day of De	cial seal the county and State last cember, 1995.
	Henry E. Murphy HENRY E. Murphy inted Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

FILED SECRETARY OF STATE DIVISION OF COMPERATIONS

CERTIFICATE OF REGISTERED AGENT

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OF

MICHRUSS INCORPORATED

Pursuant to Florida Statutes Sections 48.091 and 607.0501, 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

At

1842 Airport Road South Naples, Florida 33962

has named

Ann T. Frank, Esquire

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, 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)