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 C.C. FEE. Capital Express 🛂 Art. of Inc. File 🖫 NAME _____ Corp. Record Senich FIRM ___ _ Ltd.,Partnorship File ADDRESS ____ Foreign Corp. File () Cort. Copy(s). Art. of Amend. File PHONE (Dissolution/Withdrawal . C U 8- Service: Top Priority _____ Regular_ One Day Service Two Day Ficillious Namo File Two Day Service Name Reservation To us via ____ Annual Report/Reinstatement Flog. Agent Service Matter No.: _____ Express Mail No. = Document Filing Corporate Kit State Fee \$ _____ Our \$. 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 Mall Prop. _ FAX () pgs. SUBTOTALS FEE..... DISBURSED..... SURCHARGE..... JAN - 5 1995 AL TAX on corporate supplies.....

Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Pasi Due Amounts

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

DISBURSED

WALK-IN 65 12:00

TAKEN

CONFIRMED

APPROVED

CK No. ____

11-2529-7 PONDER'S INC., THOMASVELE, DA.

REQUEST

DATE

ARTICLES OF INCORPORATION DIVISION FOR CONTRATIONS

96 JAH - 5 PH 3: 48

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

ARTICLE I

NAME

The name of the corporation shall be:

Citation Club Corp.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2295 Corporate Blvd., NW, Ste. 240, Boca Raton, Florida 33431

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Sixty Thousand (60,000); par value - \$1.00

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Paola M. Luptak, 2295 Corporate Blvd., NW, Ste. 240, Boca Raton, Florida 33431

ARTICLE V

INCORPORATOR(8)

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

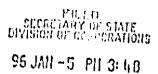
Paola M. Luptak, 2295 Corporate Blvd., NW, Ste. 240, Bock Raton, Florida 33431

Paola M. Luotak

Articles of incorporation

Filing Fee - \$35

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE



PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.051, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.
1. The name of the corporation is: Citation Club Com.
2. The name and address of the registered agent and office is:
Paola M. Luptak
(Name)
2295 Corporate Bivd., NW. Sta. 240 (P.O. Box not acceptable)
Boos Raton, Florida 33431
(City/State/Zip)
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.
Paola M. Luptak January 4, 1998 (Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314