

P96000004817

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 _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
DATE 11/17
TIME 11:00
BY AC CK No. _____

WALK-IN
Will Pick Up _____

RE: First Caracas Corp

SECURITY STATE
TALLAHASSEE, FLORIDA
C.C. FEE. DISBURSED

Capital Express™
Art. of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
() Cert. Copy(s)
Photo Copy
Art. of Amend. File
Dissolution/Withdrawal
C U B
Fictitious Name File
Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing
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

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
FOR
FIRST CAREER CORP.

FILED
96 JAN 16 AM 9:00
DEPUTY CLERK OF COURT
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS

The name of the corporation shall be:

FIRST CAREER CORP.

The address of the principal office of this corporation shall be:

2600 N. Military Trail, Suite 270

BOCA RATON, FLORIDA 33431

ARTICLE II

PURPOSE AND POWERS

This corporation may engage or transact any or all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, county, territory or nation.

ARTICLE III
CAPITAL STOCK

FILED
95 JAN 16 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, \$.01 par value per share.

ARTICLE IV
INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

JEFFREY G. KLEIN
2600 N. Military Trail, Suite 270
Boca Raton, Florida 33431

ARTICLE V
REGISTERED AGENT

The name and street address of the initial registered agent of the corporation shall be:

JEFFREY G. KLEIN
SUITE 270
2600 NORTH MILITARY TRAIL.
BOCA RATON, FLORIDA 33431

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

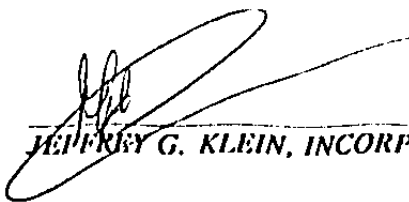
ARTICLE VII

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

*JEFFREY G. KLEIN, ESQUIRE
SUITE 270
2600 NORTH MILITARY TRAIL.
BOCA RATON, FLORIDA 33431*

IN WITNESS WHEREOF, I have made and subscribed these
Articles of Incorporation this 9th day of January, 1996



JEFFREY G. KLEIN, INCORPORATOR

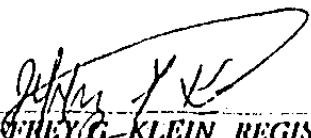
FILED

96 JAN 16 AM 9:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION*

JEFFREY G. KLEIN, having been designated as the Registered Agent in the above ARTICLES OF INCORPORATION, is familiar with and accepts the obligations of the position of Registered agent under Section 607.0505, Florida Statutes.



JEFFREY G. KLEIN, REGISTERED AGENT