

P96000006444

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

No 52280

RE: PSY ASSOCIATES

INC 96 JAN 22 PM 1:05

SEC. FEE DISBURSED
 TALLAHASSEE, FLORIDA

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 \$ _____

- ☒ Capital Express™
- ☒ Art. of Inc. File
- ☐ Corp. Record Search
- ☐ Ltd. Partnership File
- ☐ Foreign Corp. File
- ☒ () Cert. Copy(s)
- ☐ 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 Prop.
- ☐ FAX () _____ pgs.

01/22/96 01050-016
 ***122.50 ***122.50

RECEIVED
 96 JAN 22 AM 11:20
 DIVISION OF CORPORATIONS

SUBTOTALS	
FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

PA 1/22/96

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME 12:00 CK No. _____
 BY MC

WALK-IN
 Will Pick Up 1/22 12:00

Please remit invoice number with payment
 TERMS: NET 15 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

FILED

96 JAN 22 PM 1:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PSY ASSOCIATES, INC.

ARTICLE I.

The name of this corporation shall be:

PSY ASSOCIATES, INC.

ARTICLE II.

The general nature of business to be carried on by this corporation,
is:

- a. To enter into any and all contracts with any person, firm, corporation and/or association.
- b. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- c. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals.
- d. To be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.
- e. To engage in the transaction of any and all lawful business or businesses for which corporations may be incorporated under the General Corporation Act of the State of Florida.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to issue is SIX HUNDRED (600) shares of common stock of ONE and NO/100 (\$1.00) DOLLAR par value each.

ARTICLE IV.

The shareholders of this corporation shall have preemptive right to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE V.

This corporation is to have perpetual existence.

ARTICLE VI.

The principal office of this corporation shall be located at 3990 West Flagler Street, Suite 201, Miami, Florida 33134, with the corporation retaining the power of moving its office to any other address in the State of Florida, as may, from time to time, and at any time, be determined by its Board of Directors, with branch offices in such other cities, counties, states and countries as may from time to time, and at any time, be determined by its Board of Directors.

ARTICLE VII.

The initial registered office of this corporation shall be at 3990 West Flagler Street, Suite 201, Miami, Florida 33134. The initial

Registered Agent at such address shall be IVAN F. DANGER.

ARTICLE VIII.

This corporation shall at all times have at least ONE (1) Director who shall conduct the business of the corporation as a Board of Directors. The stockholders of the corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation, provided the corporation has at least ONE (1) Director.

ARTICLE IX.

The names and addresses of the members of the initial Board of Directors of the corporation, who shall hold office until the first annual meeting of shareholders, and until their successors are elected and qualified, or until their earlier removal from office, resignation or death are:

IVAN F. DANGER
782 N.W. 42nd Avenue
Suite 543
Miami, Florida 33126

ORLANDO J. VALDES
782 N.W. 42nd Avenue
Suite 543
Miami, Florida 33126

PAUL A. FERIA
782 N.W. 42nd Avenue
Suite 543
Miami, Florida 33126

ARTICLE X.

The names and addresses of the incorporators are:

IVAN F. DANGER
782 N.W. 42nd Avenue
Suite 543
Miami, Florida 33126

ORLANDO J. VALDES
782 N.W. 42nd Avenue
Suite 543
Miami, Florida 33126

PAUL A. FERIA
782 N.W. 42nd Avenue
Suite 543
Miami, Florida 33126


ARTICLE XI.

The By-Laws of this corporation may be created, amended, changed or replaced by the shareholders or the Directors of the corporation at any duly scheduled regular or special meeting called for that purpose.

ARTICLE XII.

This corporation shall indemnify any officer or Director, or any former officer or Director, or any person who serves, at the request of the corporation, as an officer or director of another corporation, to the full extent permitted by law.

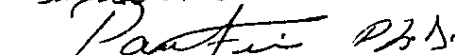
We, the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certifying that the facts contained herein are true and correct, and accordingly hereto set our hands and seals this 19th day of January, 1996.

 (SEAL)

IVAN F. DANGER
DL# D526-406-44-122-0
SS# 264-70-5133

 (SEAL)

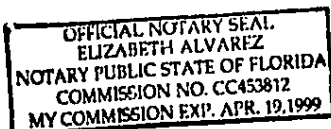
ORLANDO J. VALDES
SS# 264-04-6632 DL# V932-650-50-310-0

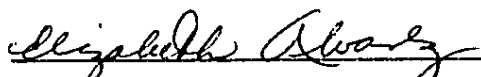
 (SEAL)

PAUL A. FERIA
DL# F006-681-51-024-0
SS# 267-02-6921

STATE OF FLORIDA)
COUNTY OF DADE) SS.

The foregoing instrument was acknowledged before me this 19th day of January, 1996, by IVAN F. DANGER, ORLANDO J. VALDES and PAUL A. FERIA, who are personally known to me or who have produced DRIVERS LICENSE as identification, and who did not take an oath.




NOTARY PUBLIC, State of Florida
at Large

FILED

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First--That PSY ASSOCIATES, INC.

desiring to organize under the laws of the State of FLORIDA
with its principal office, as indicated in the articles of incor-
poration at City of MIAMI County
of DADE, State of FLORIDA
has named IVAN F. DANGER

located at 3990 West Flagler Street, Suite 201
(Street address and number of building, Post Office Box
address not acceptable)

City of MIAMI, County of DADE,
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated 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.

By Ivan Danger
(Registered Agent)
IVAN F. DANGER