

P96000016332

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 6062
 FAX (904) 222-1222

No. 52504

RE: Poffenberg **FILED**

96 FEB 21 PM 4:30

SECRETARY OF STATE
 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(?)
- _____ Art. of Amend. File
- _____ Dissolution/Withdrawal
- _____ C U B. **200001720902**
- _____ Fictitious Name File **02/22/96 01004-011**
******122.50 ****122.50**
- _____ 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.

OH 2/2/96

SUBTOTALS _____

96 FEB 21 PM 4:30
 DISBURSED

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<u>2/21/96</u>		
TIME	<u>4:00 PM</u>		CK No. _____
BY	<u>[Signature]</u>		

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

WALK-IN Will Pick Up _____

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
OF
POFFENBARGER REALTY, INC.

FILED
96 FEB 21 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations for profit.

ARTICLE I

The name of the Corporation shall be:

POFFENBARGER REALTY, INC.

Its business shall be carried on at 901 Crandon Boulevard, Key Biscayne, Dade County, Florida, and at such other points and places in the State of Florida and in the United States and foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business to be transacted is as follows:

To engage in a business and to execute any and all the powers authorized and permitted by virtue of the Corporate laws of the State of Florida. This corporation shall have all of the general powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers permitted to corporations for profit are hereby included.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be TEN THOUSAND (10,000) Shares at ONE (\$1.00) Par Value.

ARTICLE IV

The minimum capital requirements of this corporation shall be that which is required by Florida Law.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The principal place of business of this Corporation shall be located in Dade County, Florida, and it may have such other places of business, both within and without the State of Florida and in foreign countries as may be necessary or convenient, with its mailing address at: 901 Crandon Boulevard, Key Biscayne, Florida.

ARTICLE VII

The business of this Corporation shall be conducted by a Board of Directors of not less than One (1) Director, the exact number of Directors to be fixed by the By-Laws of this Corporation.

ARTICLE VIII

The name and Post Office address of the Board of Directors of this Corporation, who shall hold office until the organization meeting of this Corporation and until the successors are elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
MARK POFFENBARGER	1720 N.W. 95th Avenue Plantation, Florida 33322

ARTICLE IX

The names and Post Office address of the subscriber to these Articles of Incorporation and a statement of the number of share of stock and percentage of ownership in the Corporation which he has agreed to take is as follows:

<u>NAME AND ADDRESS</u>	<u>NUMBER OF SHARES</u>	<u>PERCENTAGE</u>	<u>PAR VALUE</u>
MARK POFFENGARGER 1720 N.W. 95th Avenue Plantation, Florida 33322	5,000	100%	\$1.00

The provisions of this Charter and each and every article and section hereof and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or Corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20th day of February, 1996.

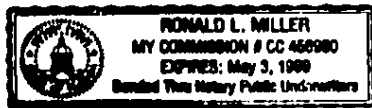


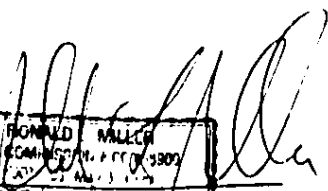
 MARK POFFENBARGER

STATE OF FLORIDA
 COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, MARK POFFENBARGER, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation and he acknowledged before me that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and seal at Hollywood, Broward County, Florida, this 20th day of February, 1996.





 RONALD L. MILLER
 MY COMMISSION # CC 460980
 EXPIRES: May 3, 1998
 Notary Public

THAT POFFENBARGER REALTY, INC., desiring to organize under the laws of the State of Florida with its principal offices are indicated in the Articles of Incorporation in Broward County, Florida has named Ronald L. Miller, Esq., located at 3440 Hollywood Boulevard, Suite 320, Hollywood, Florida 33321 as its agent to accept

Service of Process within the State of Florida.

FILED

96 FEB 21 PM 4:30

ACKNOWLEDGMENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN named to accept Service of Process for the
Corporation at the place designated in this certificate, I hereby accept to
act in this capacity and agree to comply with the provisions of said Act relative
to keeping open said office.



Ronald L. Miller,
Registered Agent