

P96000018201

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: INFIM CORP.
(Proposed corporate name - must include suffix)

7001001724037
-02/26/96--01061--013
****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: BRUCE E. PERRY
Name (printed or typed)

111 SAN JUAN CIRCLE
Address

MELBOURNE FLORIDA 32935
City, State & Zip

407-757-9114
Daytime Telephone number

FILED
96 FEB 26 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 27 1996

NOTE: Please provide the original and one copy of the articles.

FILED

96 FEB 26 PM 2:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
InFin Corp.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is:

InFin Corp.

**ARTICLE II
CORPORATE EXISTENCE**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

**ARTICLE III
PURPOSES**

This Corporation is formed for the purposes of engaging in any general business and business related activities as are permitted under the laws of the State of Florida and the United States, specifically including, without limitation, the promotion and sale of goods and services.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 10,000,000 shares of common stock with a par value of \$ 1.00. All or any part of said Stock of this Corporation may be paid for wholly, or in part, by cash, or by the purchase of property, patents, by the Board of Directors of this Corporation at any regular or special meetings and any and all shares so issued shall be fully paid and nonassessable.

ARTICLE V
INITIAL CORPORATE OFFICE

The initial street address of the principal office of this Corporation in the State of Florida is 111 San Juan Circle, Melbourne, Florida 32935. The Directors may from time to time move the principal office to any other address in the State of Florida. The Corporation shall have the privilege of having one or more branch offices at other places within the State of Florida or outside the State of Florida as may be deemed necessary and be designated from time to time by the Board of Directors of this Corporation.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The initial Board of Directors shall consist of the following:

DIRECTOR.....TIM WOODARD
3750 S.E. Hgwy. 41
Morrison, Florida 32668

DIRECTOR.....BRUCE E. PERRY
111 San Juan Circle
Melbourne, Florida 32935

ARTICLE VII
OFFICERS

The Officers of the Corporation shall be elected by the Board of Directors of the Corporation at a meeting to be held immediately following each annual meeting of the stockholders. New offices may be created, and appointment may be made therefor, and any office that may become vacant may be filled by the Board of Directors of the Corporation at any regular meeting or at any special meeting called for that purpose. The duties of the Officers of the Corporation shall be prescribed by the By-Laws. The initial Officers of the Corporation, shall be as follows:

PRESIDENT.....TIM WOODARD
3750 S.E. Hgwy. 41
Morrison, Florida 32668

SECRETARY/TREASURER.....BRUCE E. PERRY
111 San Juan Circle
Melbourne, Florida 32935

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 111 San Juan Circle, Melbourne, Florida 32935; and the name of the initial registered agent of this Corporation at that address is BRUCE E. PERRY.

ARTICLE IX
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, unless all Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X
INDEMNIFICATION

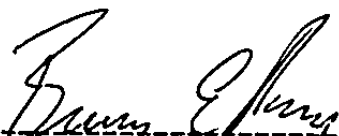
The Corporation may indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

BRUCE E. PERRY
111 San Juan Circle
Melbourne, Florida 32935

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation for the uses and purposes stated therein, on the 21st day of February 1996.



BRUCE E. PERRY, Incorporator



FILED

96 FEB 26 PM 2:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared, BRUCE E. PERRY, who produced a Florida Driver's License as proof of his identity, and upon oath, freely and voluntarily acknowledged before me that he made, subscribed and executed the foregoing Articles of Incorporation for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State last aforesaid this 21st day of February, 1996

Doris Taylor

Notary Public, State of Florida
My Commission Expires: _____



ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept Service of Process for the above stated Corporation at the place designated in the Articles of Incorporation, 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 obligation of my position as Registered Agent.

DATED this 21st day of February, 1996

Bruce E. Perry

BRUCE E. PERRY
Registered Agent