CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)274-8870 Mailing Address: Post Office Box 10349, Taliahassee, FL 32302 TOLL FREE No. 1-800-342-8062

Will Pick Up_

FAX (904) 222-1222	SECRETABY OF STATE WROED TALLAHASSEE. FLORIDARBED
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REQUEST TAKEN CONFIRMED APPRIL DATE 3:000/14 CK No BY 77	TAX on corporate supplies
WALK-IN	Please ramit invoice number with payment TERMS: NET 10 DAYS EROM INVOICE DATE THANK YOU

TERMS: NET 10 DAYS FROM INVOICE DATE

1 1/2% per month on Pasi Due Amounts

Past 30 Days, 18% per Annum.

THANK YOU

from

Your Capital Connection

RE:

96 FEB 28 M 4 30

FILED

ARTICLES OF INCORPORATION FOR B-PFAMME-HSS INC.

96 FEB 28 PM 4: 30 SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

ARTICLE I
Corporation Name

The name of the corporation is: D-PENNE-USS INC

ARTICLE II Duration

This corporation shall exist perpetually, unless other wise dissolved according to Florida law.

ARTICLE III Purpose

The purpose of this corporation is to conduct normal business activities as permitted under the laws of the State of Florida.

ARTICLE IV Capital Stock

This corporation is authorized to issue 100 shares of common stock having a normal par value of \$ 1.00.

ARTICLE V Election

The corporation elects organization under subchapter "S". The board of directors shall be required to forever maintain this status.

ARTICLE VI Initial Registered Agent and Office

The name and street address of the Registered Agent of this corporation is:

Patricia Fay 1851 Linda Avenue Ormond Beach, Florida 32174

The mailing address of this corporation is:

1851 Linda Avenue Ormond Beach, Florida 32174

ARTICLE VII Initial Incorporators

The names and street addresses of the initial Board Incorporators are:

Patricia Fay 1851 Linda Avenue Ormond Beach, Florida 32174

ARTICLE VIII Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors of this corporation may be changed at any time, but shall never be less than one.

The names and street addresses of the initial Board of Directors are:

President:

Patricia Fay

1851 Linda Avenue

Ormond Beach, Florida 32174

Secretary:

Patricia Fay

1851 Linda Avenue

Ormond Beach, Florida 32174

The undersigned subscribers, in witness hereof, have executed these Articles of Incorporation this <u>Al</u> day of February of 1996.

PATRICIA FAY

State of Florida County of Volusia

Sworn to and subscribed before me this 21 day of February, 1996.

Notary Public, State of Florida

My Commission Expires:

THERESE M. MISITA Notary Public, State of Florida My Comm. Exp. Apr. 19, 1999 Comm. No. CC 453909

REGISTERED AGENT CERTIFICATE AND ACKNOWLEDGMENT

96 FEB 28 PM 4: 30

CERTIFICATE OF REGISTERED AGENT

SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

B-PFANME-HSS INC

THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT:

1851 LINDA AVENUE ORMOND BEACH, FLORIDA 32174

HAS NAMED PATRICIA FAY

LOCATED AT THE HEREIN MENTIONED ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

1851 LINDA AVENUE ORMOND BEACH, FLORIDA 32174

I HEREBY ACCEPT THE DUTY TO ACT AS REGISTERED AGENT AND ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AND AGREE TO COMPLY WITH THE PROVISIONS OF THE LAWS OF THE STATE OF FLORIDA IN KEEPING OPEN SAID OFFICE.

PATRICIA FAY