

P960000 38311

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 53013

RE: Terrann Enterprises, Inc.

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 \$ _____

	C.C. FEE.	DISBURSED
Capital Express SM		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s) <u>photo</u>		
Art. of Amend. File		
Dissolution/Withdrawal		
CU S.		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement	***70.00	***70.00
Rep. 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.		

93 MAY -3 AM 10:01
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

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

dmc
5/3

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No. _____
BY	<i>[Signature]</i>		

WALK-IN Will Pick Up 5/3 12:00

ARTICLES OF INCORPORATION
OF
TERRANN ENTERPRISES, INC.

FILED
96 MAY -3 11:10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the corporation is Terrann Enterprises, Inc., and the principal address and principal place of business is 2034 58th Way North, Clearwater, Florida 34620.

ARTICLE II - REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is c/o PATEL, MOORE & O'CONNOR, P.A., 18167 U.S. Highway 19 North, Suite 150, in the City of Clearwater, County of Pinellas, Florida 34624. The name of its registered agent at such address is Patrick M. O'Connor.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

ARTICLE IV - AUTHORIZED SHARES OF STOCK

The total number of shares of stock which the corporation is authorized to issue is Ten Thousand (10,000) and the par value of each of such shares is Ten Cents (\$0.10) amounting in the aggregate to One Thousand Dollars (\$1,000.00).

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by the board of directors, and the directors need not be elected by ballot unless required by the bylaws of the corporation. The names and mailing addresses of each person who is to initially serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, are as follows:

NAME

MAILING ADDRESS

Terrence C. Allen
Ann M. Clem
Marie A. Allen

2034 58th Way North, Clearwater, FL 34620
2034 58th Way North, Clearwater, FL 34620
2034 58th Way North, Clearwater, FL 34620

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

ARTICLE VI - AMENDMENTS

The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

ARTICLE VII - INCORPORATOR

The incorporator is Patrick M. O'Connor, whose mailing address is c/o PATEL, MOORE & O'CONNOR, P.A., 18167 U.S. Highway 19 North, Suite 150, Clearwater, FL 34624.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 2nd day of May, 1996.

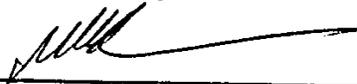
By: _____


Patrick M. O'Connor
Incorporator

Acknowledgment of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: _____


Patrick M. O'Connor
Registered Agent