CAPITAL CONNECTION, INC.
Virginia St., Suite 1, Tallahassee, 1L 32301, (904)224 8870
g Address: Pint Office Box 10349, Tallahassee, FL 32302

PRE:

417 E. Virginia St., Suite 1, Tallahassee, LL 32301, (904)224 8870 Mailing Address: Pint Office Box 10349, Tallahassee, ET. 32302 TOLL FREE No. 1-800-342-8062 FAX (904)-222-1222

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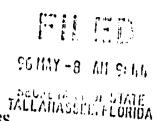
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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

DISBURSED......

THANK YOU from Your Capital Connection

ARTICLES OF INCORPORATION OF MAXIMILLIAN, INC.



ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the corporation is MAXIMILLIAN, INC., and the principal address and principal place of business is 1621 - 8th Avenue East, Tampa, Florida 33605.

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 Sandip I. Patel.

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:

MARIANC ADDRESS

<u>NAME</u>	MAILING ADDRESS
Lee C. Pastorius	1621 - 8th Avenue East Tampa, Florida 33605
Latina Marie Olson	1621 - 8th Avenue East Tampa, Florida 33605

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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 hylaws of this corporation.

TALLAHASSEL FLORIDA

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 7th day of May, 1996.

By:

Incorporator

Acknowledgment of Registered Agent

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

By:

Registered Agent