CAPITAL CONNECTION, INC.

417 B. Virginia St., Sulte 1, Tallahansee, Pl. 32301, (904)224-8870

Malling Address: Post Office Box 10349, Tallahansee, Pl. 32302

TOLL PREE No. 1-800-342-8062

PAX (904) 222-1222.

Capital Express**

Capital Expr

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Service: Top Priority Regular Two Day Service	Flatitious Name File ************************************
To us via Hoturn via Matter No.: Express Mall No	Name Reservation Annual Report/Reinstatement Reg. Agent Service Document Filing
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3	UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval File No.'s, Copies Courier Service Shipping/Handling Phone () Top Priority Express Mail Prep.
1	SUBTOTALS
At 120/96	DISBURSED
15/0	SURCHARGE

PAREN CONFIRMED APPROVED

DATE

TIME

BY

CK No. _____

WALK-IN 9/30 12:00

11-2526-7 PONDER'S INC., THOMASVILLE, GA.

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.

SUBTOTAL

PREPAID.....

BALANCE DUE.....

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

DE MAY 20 PM HAW

TALLARASSEL FLORIDA

OF

PERLA & ASSOCIATES, P.A.

The undersigned, for the purpose of forming a corporation under the FLORIDA PROFESSIONAL CORPORATION ACT, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be PERLA & ASSOCIATES, P.A.

ARTICLE II

The corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

The general nature of the business or businesses to be transacted by this corporation shall be: to engage in the practice of Law;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of other domestic or foreign corporations, associations, partnerships or individual, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned and invested.

To conduct its business, carry on its operations, and have offices and exercise the powers granted to corporations under the Florida Statutes both within and without this State.

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with these

Articles of Incorporation or with the Florida Statutes, for the administration and regulation of the affairs of the corporation.

To make donations for the public welfare or for charitable, scientific or educational purposes.

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of the directors, officers and employees of the corporation, and for any or all of the directors, officers and employees of any subsidiary of the corporation.

To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of

Florida.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE_V

The street address of the initial registered office and principal office of the corporation is 34 East Pine Street, Orlando, Florida 32801. The name of the initial registered agent at such address is HENRY L. PERLA.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial Board of Directors is as follows:

NAME

ADDRESS

Henry L. Perla

34 East Pine Street Orlando, Florida 30801

ARTICLE VII

The name and address of the incorporator of this corporation is as follows:

NAME

ADDRESS

Henry L. Perla

34 Fast Pine Street Orlando, Florida 32801 IN WITNESS WHEREOF, the undersigned, being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certify that the facts herein stated are true, and accordingly, has hereunto set his hand and seal at Orlango, in the County of Orange, State of Florida, this 24 day of May, 1996.

HENRY L. PERLA Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this d v, before me, the undersigned authority, personally appeared HENRY L. PERLA, who produced the description and who executed the foregoing instrument, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO and subscribed before me this day of May,

Notary Public

My Commission expires:

TINA M. TERRY
Notary Public, State of Florida
My comm. arrives Oct. 25, 1996
No. CC 235334

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICIUE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED 96 (MY 29 P. 11 4:30)

In pursuance of Chapter 48.091, Florida Statutes, the manage of Static TALLAMASSEE FLORIDA following is submitted, in compliance with said Act:

FIRST, that PERLA & ASSOCIATES, J.A., is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Orlando, County of Orange, State of Florida, has named Henry L. Perla, 34 East Pine Street, Orlando, Florida 32801 as its agent to accept service of process within this state

HENRY L. PERLA Incorporator

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated 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 of the.

HENRY L. PERLA Registered Agent