

P 96 0000 54108

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

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: WALK-IN COMPANY

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. 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.		

3000001375493
 06/25/96 01132-018
 ****122.50 ****122.50

FILED
 95 JUN 25 PM 3:30
 TALLAHASSEE, FL 32301

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

RECEIVED JUN 25 1996

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY _____

WALK-IN
 Will Pick Up _____

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

ARTICLES OF INCORPORATION OF MISTER Q COMPANY.

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I, Name

The name of the corporation shall be:
Mister Q Company.

Article II, Mailing Address

The mailing address of this corporation shall be:
7061 Grand National Drive suite 139, Orlando, FL, 32819.

Article III, Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
1000 Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Donald A. Sutton

5850 Lakehurst Drive suite 100, Orlando, FL, 32819.

Article V, Incorporator.

The name and address of the Incorporator to these Articles of Incorporation is:

Donald A. Sutton

Address

5850 Lakehurst Drive suite 100, Orlando, FL., 32819.

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95 JUN 25 PM 3:30
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

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Article VI, Purpose.

The purpose of this corporation shall be to commerce, sell, buy, import and export all types of merchandise goods and services , as well as to be the representative of other companies if so is desired. This Corporation will trade with international and national corporations and individuals alike, always respecting the regulations existing in those areas. Those objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

José Quaresma - President, VP, Treasurer, Secretary and Director

Postal address at:

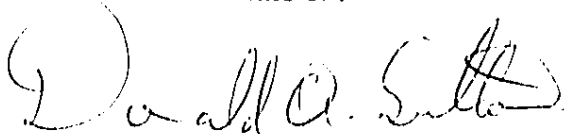
7061 Grand National Drive suite 139, Orlando, Fl., 32819.

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Affidavit

State of Florida, Orange County.

Before me this day personally appeared Donald A. Sutton, who being duly sworn, depose and say that he is the incorporator of Mister Q Company and is hereby duly authorized, responsible and apt to incorporate according to the Statutes of the State of Florida.



Donald A. Sutton

Sworn to and subscribed before me this June 13th , 1996.



JOSE M. ALMEIDA
COMMISSION # CC 520334
EXPIRES DEC 22, 1999
BONDED THRU
ATLANTIC BONDING CO INC



Notary Public

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MISTER W

COMPANY

2. The name and address of the registered agent and office is:

DONALD SUTTON
5850 LAKEHURST DRIVE SUITE 100
ORLANDO FL 32819-8386

1110 DONALD SUTTON

(City/State/Zip)

TALLAHASSEE, FLORIDA

95 JUN 25 PM 3:30

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.

Donald A. Sutton
(Signature)

Jose M. Almeida
NOTARY PUBLIC



JOSE M. ALMEIDA
COMMISSION # CC 520334
EXPIRES DEC 22, 1999
BONDED THRU
ATLANTIC BONDING CO INC