

P96000056647

No. 52813

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 _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

P. O. BOX 52813 JUL 5 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/5		
TIME	9:30		
BY	77		

WALK-IN

WM Pick Up _____

RE: Henry Wood Enterprise, Inc.

	D.D. PER	DISBURSED
Capital Express	\$0.00	\$0.00
Att. of Inc. File	\$0.00	\$0.00
Corp. Record Search	\$0.00	\$0.00
Ltd; Partnership File	\$0.00	\$0.00
Foreign Corp. File	\$0.00	\$0.00
1 Copy(Copy's)	\$0.00	\$0.00
<i>Note:</i>		
Att. of Amend. File	\$0.00	\$0.00
Dissolution/Withdrawal	\$0.00	\$0.00
U C B.	\$0.00	\$0.00
Fictitious Name File	\$0.00	\$0.00
6000001384915	\$0.00	\$0.00
-07/05/96-01035-018	\$0.00	\$0.00
NAME RESERVATION	\$0.00	\$0.00
Annual Report/Reinstatement	\$0.00	\$0.00
Reg. Agent Service	\$0.00	\$0.00
Document Filing	\$0.00	\$0.00
Corporate Kit	\$0.00	\$0.00
Vehicle Search	\$0.00	\$0.00
Driving Record	\$0.00	\$0.00
Document Retrieval	\$0.00	\$0.00
UCC 1 or 3 File	\$0.00	\$0.00
UCC 11 Search	\$0.00	\$0.00
UCC 11 Retrieval	\$0.00	\$0.00
File No.'s, Copies	\$0.00	\$0.00
Courier Service	\$0.00	\$0.00
Shipping/Handling	\$0.00	\$0.00
Phone ()	\$0.00	\$0.00
Top Priority	\$0.00	\$0.00
Express Mail Prep.	\$0.00	\$0.00
FAX () pg.	\$0.00	\$0.00
SUBTOTALS	\$0.00	\$0.00
FEES	\$0.00	\$0.00
DISBURSED	\$0.00	\$0.00
SURCHARGE	\$0.00	\$0.00
TAX on corporate supplies	\$0.00	\$0.00
SUBTOTAL	\$0.00	\$0.00
PREPAID	\$0.00	\$0.00
BALANCE DUE	\$0.00	\$0.00

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

FOR

HENRI WOOD ENTERPRISE, INC.

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a ~~profit~~ corporation (the "Corporation") under the Florida Business Corporation Act (the "Act") and other laws of the State of Florida, as follows:

ARTICLE I. CORPORATE NAME.

The name of the Corporation is:

HENRI WOOD ENTERPRISE, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of the Corporation are:

**HENRI WOOD ENTERPRISE, INC.
13 CHANNEL 5265
WITTMU
SWITZERLAND**

ARTICLE III. CAPITAL STOCK.

(a) The Corporation is authorized to issue 1000 shares of Three Hundred U.S. dollar (\$300.00) par value common stock, which shall be designated Common Stock.

(b) All or any portion of the Common Stock may be issued in payment for real or personal property, past services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the Common Stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and nonassessable, the same as though paid in cash; and the Board of Directors shall be the sole judge of the value of any property, right or thing acquired in exchange for Common Stock and its judgment of such value will be conclusive.

(c) Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without value, and to provide in the event of such increase, the designations, preferences, voting powers or restrictions, or qualifications of voting powers, of such

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JUN 10 1957
FLORIDA
CORPORATION
COMMISSION

additional stock, in an amendment to its Articles of Incorporation.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are:

FREDY KRUMMENACHER
7141 LEMMAPE CIRCLE
NEW PORT RICHEY, FLORIDA 34653

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these Articles of Incorporation are:

HEINRICH LUSTENBERGER HAUPTSTRASSE
13 CHANNEL 5265
WITTAU
SWITZERLAND

ARTICLE VI. PURPOSE.

The purpose of the Corporation is to engage in any and all lawful business for which corporations may be organized under general law.

ARTICLE VII. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE VIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law.

The undersigned has executed these Articles of Incorporation this 4 day of July, 1996.


ALFRED KRUMMENACHER
as power of attorney for
HEINRICH LUSTENBERGER HAUPTSTRASSE
Incorporator
(SARL INC. 723)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the, mentioned corporation, organized under the law of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

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1. The name of the corporation is: Henry Wood Enterprise, Inc.

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

7141 Lorraine Circle

New Port Richey, FL 34653

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.


Freddy Krummenacher

P96000056647

Kalogianis & Associates, P.A.

Requestor's Name

4821 U.S. Highway 19 Ste. #3

Address

New Port Richey, FL 34652

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #) _____
2. _____ (Corporation Name) (Document #) _____
3. _____ (Corporation Name) (Document #) _____
4. _____ (Corporation Name) (Document #) _____

- Walk in Pick up time _____
 Mail out Will wait Photocopy

- Certified Copy
 Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

500002157705--6
 -04/29/97-01026--001
 \$210.00 *\$35.00

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 97 APR 28 PM: 32

ALL MAY 6 1997 PH: 32

FILED
DIVISION OF CORPORATIONS
97 APR 28 PM 12:32

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Henri Wood Enterprise, Inc.,
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

Article II. Principal Office

The Principal place of business and mailing address of the corporation shall hereby be changed to the following:

7141 Lenape Circle
New Port Richey, Florida 34653

Article III. Capital Stock.

The par value of the shares of common stock shall hereby be changed to Two Thousand Dollars (\$2,000.00) per share.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 04/22/97

FOURTH: Adoption of Amendment(s) (check one)

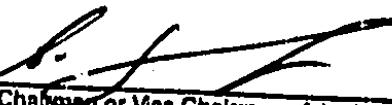
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 22nd day of April, 19 97.

Signature 

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

Signed by Alfred Krummenacher as power of attorney for Heinrich Lustenberger

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Heinrich Lustenberger

Typed or printed name

Incorporator

Title

Proxy

I, Mr. Heinrich Lustenberger, from Schötz (Switzerland), born 11th October, 1944,
in Hauptstrasse 13, CH-5265 Witnau

authorize

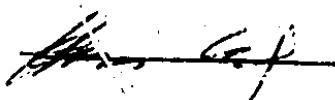
Mr. Alfred Krummenacher, from Escholzmatt (Switzerland), born 4th August, 1952,
in Fortuna, 6105 Schachen or USA 7141 Lenape Cir. New Port Richey FL 34653

To perform all legal acts falling within the scope of authority of a general attorney-in-fact reduced in establishing a new corporation with a guarantee sum of US\$ 300,000.

Proof of identity:

Lucerne, 22nd February, 1996

Mr. Heinrich Lustenberger



Attestation

The undersigned notary public hereby certifies that Mr. Heinrich Lustenberger, born 11th October, 1944, from Schötz (CH), in Hauptstrasse 13, CH-5265 Witnau affixed the above signature by their own hand in his presence.

Proof of identity:

Lucerne, 22nd February, 1996

Document No.: 25/52

Notary public

