

P96000060083

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 \$ _____

696 34788

RECEIVED JUL 18 1996

| REQUEST | TAKEN | CONFIRMED | APPROVED |
|---------|-------|-----------|--------------|
| DATE | 7/18 | | |
| TIME | 930 | | CK No. _____ |
| BY | 22 | | |

WALK-IN
 Will Pick Up _____

_____ of _____ No 52813

RE: Advance Equities Inc

| | 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 Prep. | | |
| FAX () pgs. | | |

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

ARTICLES OF INCORPORATION
OF
ADVANCE EQUITIES, INC.

FILED
95 JUL 18 10 10 AM '47
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607, Florida Statutes.

ARTICLE I

NAME

The name of the corporation is ADVANCE EQUITIES, INC., and its principal place of business is P.O. Box 24, Lady Lake, Florida 32158.

ARTICLE II

GENERAL PURPOSE

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have the authority to issue is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall begin its existence on the day these Articles of Incorporation are filed by the Secretary of State of the State of Florida, and shall exist perpetually.

ARTICLE V

ADDRESS OF INITIAL REGISTERED OFFICE AND

NAME OF INITIAL REGISTERED AGENT

The initial registered office of this corporation and the name of its initial registered agent at such address are:

KERMIT MARSHALL COOK
P.O. Box 24 , HWY 27 & S.R. 441
Lady Lake, FL 32158

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in these Articles of Incorporation, I heroby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Kermit Marshall Cook

KERMIT MARSHALL COOK
RESIDENT AGENT

ARTICLE VI

OFFICERS

The name and post office address of each of the officers of the corporation are:

| | |
|-------------------|---|
| PRESIDENT: | C. HERBERT COOK 3241 N. E. Garfield Ave. Reading, PA 19605 |
| SECRETARY: | BRUCE W. COOK 4 Dogleg Street Reading, PA 19606 |
| TREASURER: | KERMIT MARSHALL COOK P.O. Box 24 Lady Lake, FL 32158 |

ARTICLE VII

STOCKHOLDERS

The name and address of each of the stockholders and the number of shares of stock which each shall take are:

| <u>NAME</u> | <u>ADDRESS</u> | <u>SHARES</u> |
|-----------------------------|--|----------------------|
| C. HERBERT COOK | 3241 No. E. Garfield Avenue Reading, PA 19605 | 100 |
| BRUCE W. COOK | 4 Dogleg Street Reading, PA 19606 | 100 |
| KERMIT MARSHALL COOK | P.O. Box 24 Lady Lake, FL 32158 | 100 |

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator is:

KERMIT MARSHALL COOK
P.O. Box 24
Lady Lake, FL 32158

FILED
95 JUL 18 AM 10:47
TALLAHASSEE, FLORIDA

ARTICLE IX
AMENDMENT

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

ARTICLE X
BYLAWS

The power to adopt, amend or repeal the Bylaws shall be reserved to the Shareholders of this corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12th
day of July, 1996.

Kermit Marshall Cook
KERMIT MARSHALL COOK,
Incorporator

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared KERMIT MARSHALL COOK, personally known to me, who acknowledged he executed the foregoing Articles of Incorporation.

Shirley M. Vacker
NOTARY PUBLIC
Printed Name:
My Commission Expires: