

P9 6 0000 63418

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 \$ _____

WALK-IN

ONESSER JUL 30 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY *[Signature]* _____

WALK-IN
 Will Pick Up *2912:00*

RE: Prologore, Inc. No 53099

<input checked="" type="checkbox"/> Capital Express™	FILED JUL 30 1996 9:26 FBI TALLAHASSEE, FLORIDA	DISBURSED
<input checked="" type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input type="checkbox"/> Foreign Corp. Filing		
<input checked="" type="checkbox"/> () Cert. Copy(s) <i>X2</i>		
<input type="checkbox"/> Art. of Amend. Filing		
<input checked="" type="checkbox"/> Dissolution/Withdrawal <i>G/S</i>		
<input type="checkbox"/> U.S. _____		
<input type="checkbox"/> Fictitious Name Filing		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Filing		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> Filing No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS _____		

100001-8088-1-1
 -07/29/96-01012-002
 ****183.75 ****183.75

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



RECEIVED
96 JUL 30 AM 8 34
FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

July 29, 1996

CAP CONN

TALL, FL 32301

SUBJECT: PROTOKORE, INC.
Ref. Number: W96000015776

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96 JUL 30 AM 9:26
TALLAHASSEE, FLORIDA

We have received your document for PROTOKORE, INC. and your check(s) totaling \$183.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 296A00036236

Corrected

ARTICLES OF INCORPORATION

OF

PROTOKORE, INC.

ARTICLE I

NAME

The name of this corporation is PROTOKORE, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any and all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock having no par value, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 2275 Atlantic Blvd., Neptune Beach, Florida 32266, and the name of the initial registered agent of this corporation at that address is Mary C. Sorrell, Esq. The Board of Directors may,

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TALLAHASSEE, FLA.

from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have two (3) Directors initially. The number of Directors may be increased or diminished from time to time, by amendment to the By-Laws, but in no event shall the number of the Directors be reduced below one (1). The name and address of the initial Directors and place of business of this corporation is:

<u>NAME</u>	<u>TITLE</u>
Chris Hionides	President
Mary C. Sorrell	Vice President
Nadia hionides	Secretary

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address shall be:
2275 Atlantic Blvd., Neptune Beach, FL 32266

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Mary C. Sorrell	2275 Atlantic Blvd., Neptune Beach, FL 32266

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed his seal, this the 26th day of July, 1996.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

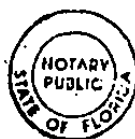
Mary C. Sorrell
Incorporator/ Registered Agent

STATE OF FLORIDA)
COUNTY OF DUVAL)

BEFORE ME personally appeared Mary C. Sorrell, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of Protokore, Inc. and acknowledged before me that she signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Neptune Beach, Duval County, Florida, this 26th day of July, 1996.

Mary Anne Stephenson
Notary Public, State of Florida
Printed Name: Mary Anne Stephenson
Commission No: 100335077
My Commission Expires: 12/19/97



MARY ANNE STEPHENSON
My Comm Exp. 12/19/97
Bonded by Service Ins
No. CC335077

Notary Public

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95 JUL 30 PM 9:26
TALLAHASSEE, FLORIDA