

P96000078100

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 \$ _____

FILED

96 SEP 19 PM 4:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
9-13-96

AL SEP 19 1996
SEP 9 1996

W96-19752

REQUEST TAKEN CONFIRMED APPROVED

DATE 9/19

TIME

BY CK No.

WALK-IN Will Pick Up 7:00

RE: Millennium Investment, Inc

C.O. FEE. DISBURSED

Capital Express™
Art. of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
() Bank Corp. ()
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

RECEIVED
96 SEP 19 AM 9:17
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

RECEIVED
96 SEP 19 PM 3:23
DIVISION OF CORPORATION

September 19, 1996

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., #1
TALLAHASSEE, FL 32301

SUBJECT: MILLENNIUM INVESTMENT, INC.
Ref. Number: W96000019752

We have received your document for MILLENNIUM INVESTMENT, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

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) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 396A00043331

Need Today
If Possible
Thanks!

Correction
Thanks

Pocotopaug Investment, Inc

P.O. Box 1623, Clearwater, Florida 34617-1623

17755 U.S. Highway 19 North, Suite 475

Clearwater, Florida 34624-6564

(813) 443-7072 • Fax (813) 535-7674

August 28, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

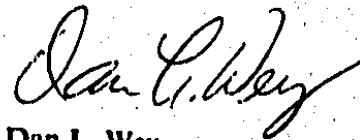
RE: Name Availability

Dear Sir/Madam:

Enclosed please find our check in the amount of \$35.00 made payable to "Secretary of State". We ask that you hold the name "Millennium Investment, Inc." for 120 days.

Should you have any questions, please contact me at (813)536-5600. Thank you.

Very truly yours,



Dan L. Wey

DLW:mmg
ENC

ARTICLES OF INCORPORATION

FILED

96 SEP 19 PM 4:19

MILLENNIUM INVESTMENT, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EX-113-96

The undersigned subscriber to these Articles of Incorporation, who is a natural person competent to contract, hereby forms a corporation under the Laws of the State of Florida.

ARTICLE I

Name

The name of the corporation shall be **MILLENNIUM INVESTMENT, INC.**

ARTICLE II

Nature of Business

This corporation is organized for the purpose of identifying, developing and investing in business opportunities for the benefit of its shareholders, and to transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

Duration

This corporation shall exist in perpetuity commencing with the valid filing of these Articles.

ARTICLE IV

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one million (1,000,000) shares of common stock having a par value of one cent (\$.01) per share.

ARTICLE V

Address of Registered Agent

The street address of the initial registered office of the corporation shall be: 4428 N.E. Ocean Boulevard, Suite D3, Jensen Beach, Florida 34957, and the name of the initial registered agent of the corporation at that address is Stephen R. Adams.

ARTICLE VI
Preemptive Rights

The original shareholders, upon the sale for cash of any authorized and unissued stock of this corporation, shall have the right to purchase his pro rata share at the price at which it is offered to others. Any shareholder wishing to sell his stock must offer it to all other shareholders in **MILLENNIUM INVESTMENT, INC.**, before selling to a non-shareholder.

ARTICLE VII
Incorporator/Subscriber

The name and street address of the incorporator/subscriber to these Articles of Incorporation is:

Stephen R. Adams 4428 N.E. Ocean Boulevard, Suite D3
Jensen Beach, Florida 34957

ARTICLE VIII
Directors

This corporation shall initially have five (5) directors. The affairs of the corporation will be managed by the Directors so designated as provided by the Bylaws of this corporation. The number of directors may be increased from time to time as provided for in the Bylaws, but shall never be more than seven (7).

ARTICLE IX
Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X
Amendments

This corporation reserves the right to amend or repeal any provision in the Articles of Incorporation, or any Amendment to them. Any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI
Date of Incorporation

The date of incorporation for the corporation listed above shall be the date of subscription of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 13th day of September, 1996.

Stephen R. Adams

STEPHEN R. ADAMS, SUBSCRIBER

STATE OF FLORIDA

COUNTY OF MARTIN St. Lucie

The foregoing instrument was acknowledged before me this 13th day of September, 1996, by Stephen R. Adams, who is personally known to me.
Provided Maryland drivers license as identification

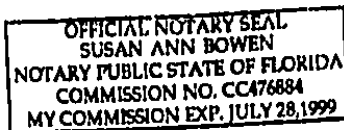
Susan Ann Bowen

Printed Name: Susan Ann Bowen

NOTARY PUBLIC State of Florida at Large

Commission No. _____

My Commission Expires:



**CERTIFICATE DESIGNATING
REGISTERED OFFICE AND REGISTERED AGENT
OF
MILLENNIUM INVESTMENT, INC.**

Pursuant to §48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **MILLENNIUM INVESTMENT, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 4428 N.E. Ocean Boulevard, Suite D3, Jensen Beach, Florida 34957, has designated registered agent Stephen R. Adams of 4428 N.E. Ocean Boulevard, Suite D3, Jensen Beach, Florida 34957, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

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

DATED: September 12, 1996

Stephen R. Adams

**STEPHEN R. ADAMS, REGISTERED AGENT
FOR MILLENNIUM INVESTMENT, INC.**

**CERTIFICATE DESIGNATING
REGISTERED OFFICE AND REGISTERED AGENT
OF
MILLENNIUM INVESTMENT, INC.**

FILED
96 SEP 19 PM 4 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

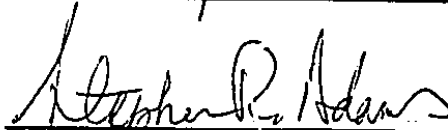
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DATED: September 12, 1996



**STEPHEN R. ADAMS, REGISTERED AGENT
FOR MILLENNIUM INVESTMENT, INC.**