

PA6000080554

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

RE: Wing Nutz Productions Inc

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____
 To us via _____ Return via _____
 Mailer No.: _____ Express Mail No. _____
 State Fee \$ _____ Our \$ _____

RECEIVED
 96 SEP 30 AM 9:13
 DIVISION OF CORPORATION

	C.O. 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	800881858638	
CUB	-09/30/96--01033--004	
Fictitious Name File	****122.50 ****122.50	
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.....	\$

REQUEST _____ TAKEN 9/30 CONFIRMED _____ APPROVED _____
 DATE _____
 TIME _____ CK No. _____
 BY _____

WALK-IN 9:00 AB 9/30
 Will Pick Up AB 9/30

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
WING NUTZ PRODUCTIONS, INC.

FILED
96 SEP 30 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this corporation is WING NUTZ PRODUCTIONS, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal address of this corporation is: 1700 McMullen Booth Road, Suite B-5, Clearwater, Florida 34619.

ARTICLE III.

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

Name: Wilson F. Williams
Address: 1700 McMullen Booth Road, Suite B-5
Clearwater, Florida 34619

ARTICLE V.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Edward C. Droste

1700 McMullen Booth Road, #B-7
Clearwater, FL 34619

Robert Passwaters

1700 McMullen Booth Road, #B-7
Clearwater, FL 34619

Wilson F. Williams

240 Millstone Drive
Palm Harbor, FL 34683

ARTICLE VI.

INCORPORATOR

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

Name: Wilson F. Williams

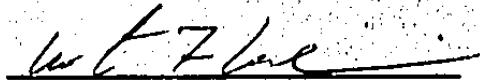
Address: 1700 McMullen Booth Road, Suite B-5
Clearwater, FL 34619

ARTICLE VII.

EFFECTIVE DATE OF ARTICLES

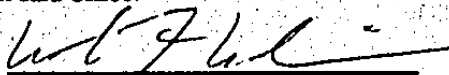
These Articles shall be effective upon filing with the Secretary of State for Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 26th day of September, 1996, for the purpose of organizing this corporation under the laws of the State of Florida.


Wilson F. Williams

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Wilson F. Williams

Dated: September 26, 1996