

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 \$ _____

[Handwritten signature]

REQUEST TAKEN CONFIRMED APPROVED
 DATE 10/7 _____
 TIME _____ CK No. _____
 BY _____

WALK-IN Will Pick Up 10:00 *[initials]*

[Handwritten signature]
10/8

RE: Bateman v. Soles, Inc

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Company Photo		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
C U S -	200011966122	
<input type="checkbox"/> Fictitious Name File	10/07/96 01000-012	
	*****70.00 *****70.00	
<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 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> 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

[Handwritten] 396A-45710

RECEIVED
 96 OCT -7 AM 8:58
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 FILED
 96 OCT -7 AM 10:41
 DIVISION OF CORPORATION



RECEIVED

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortonham
Secretary of State
DIVISION OF CORPORATION

96 OCT -7 PM 3:05

October 7, 1996

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: BATEMAN & SONS, INC.
Ref. Number: W96000021124

We have received your document for BATEMAN & SONS, 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):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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: 596A00045634

*Corrected
Thanks!*

ARTICLES OF INCORPORATION
OF
BATEMAN & SONS, INC.

FILED
96 OCT -7 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation shall be BATEMAN & SONS, INC.

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

The amount of capital stock that this Corporation may issue shall be TEN THOUSAND (10,000) SHARES no par value.

ARTICLE IV

The amount of capital with which this Corporation shall commence business shall be FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

This Corporation shall have perpetual existence.

ARTICLE VI

The street address of the initial registered office of the corporation is 5825 Sunset Drive, Suite 202, South Miami, Florida 33143, and, the name of the initial registered agent at such address is LEWIS H. FOGLE, JR. The principle office of this corporation is located at the same address as the resgistered agent's office.

ARTICLE VII

The number of Directors which shall comprise the Board of Directors shall not be less than two (2) nor more than five (5).

ARTICLE VIII

The names and addresses of the members of the first Board of Directors who shall hold office for the first year of this Corporation's existence, or until their successors have been elected or appointed and have qualified in accordance with the By-Laws of the Corporation are as follows:

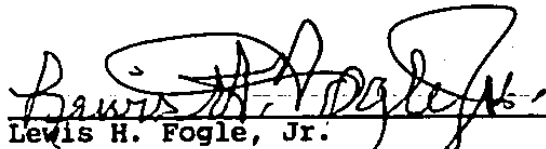
Lewis H. Fogle, Jr.	President	5825 Sunset Drive, #202 South Miami, FL 33143
Sara I. Okrent	Secretary	5825 Sunset Drive, #202 South Miami, FL 33143

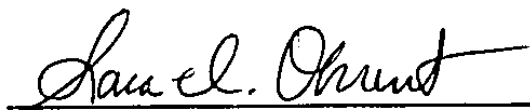
ARTICLE IX

The names and addresses of the subscribers of these Articles of Incorporation, and his interest in said corporation in accordance with the number of shares which each subscriber agrees to take are as follows:

Lewis H. Fogle, Jr.	1 share	5825 Sunset Drive, #202 South Miami, FL 33143
Sara I. Okrent	1 share	5825 Sunset Drive, #202 South Miami, FL 33143

IN WITNESS WHEREOF, the undersigned have subscribed their names to the above Articles of Incorporation, this 2nd day of October, 1996.


Lewis H. Fogle, Jr.


Sara I. Okrent

STATE OF FLORIDA)
)
COUNTY OF DADE)

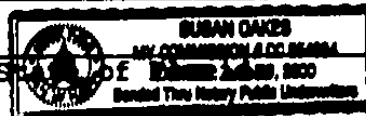
I HEREBY CERTIFY that on this day before me an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared LEWIS H. FOGLE, JR. and SARA I. OKRENT, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 2nd day of October, 1996. *PERSONALLY KNOWN.*

My Commission Expires:

[Signature]

Notary Public, State of



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**


FILED
96 OCT -7 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent / registered office, in the State of Florida.

1. The name of the corporation is: BATEMAN & SONS, INC.

2. The name and street address of the registered agent and office is: LEWIS H. FOGLE, JR.
Law Office of Lewis H. Fogle, Jr.
5825 Sunset Drive, Suite 202
South Miami, Florida 33143

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.



LEWIS H. FOGLE, JR.