

P96000082996

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: Monarch Lands, Inc.

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 \$ _____

| | C.O. 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"/> () Cert. Copy(s) | | |
| <input type="checkbox"/> Art. of Amend. File | | |
| <input type="checkbox"/> Dissolution/Withdrawal | | |
| <input type="checkbox"/> C U S- | | |
| <input type="checkbox"/> Fictitious Name File | | |
| <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 | | |
| <input type="checkbox"/> Phone () | | |
| <input type="checkbox"/> Top Priority | | |
| <input type="checkbox"/> Express Mail Prep. | | |
| <input type="checkbox"/> FAX () pgs. | | |

96 OCT 11 10:29 AM
 10700796-01029-022
 ****122.50 ****122.50

96 OCT -8 PM 3:28
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED
 RECEIVED

| | |
|--------------------------------|--|
| SUBTOTALS | |
| FEE..... | |
| DISBURSED..... | |
| SURCHARGE..... | |
| TAX on corporate supplies..... | |
| SUBTOTAL..... | |
| PREPAID..... | |
| BALANCE DUE..... | |

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY [Signature]

WALK-IN Will Pick Up 10/8 12:00 ARB 10/18

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
Monarch Lands, Inc.**

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TALLAHASSEE, FLORIDA**

ARTICLE I - NAME

The name of the Corporation is Monarch Lands, Inc.

ARTICLE II - PURPOSE

Any lawful activity or business permitted under the laws of the United States or the State of Florida.

**ARTICLE III - INITIAL REGISTERED OFFICE
AND AGENT**

The principal place of business and the mailing address of the Corporation is 12908 Airway, Panama City, Florida 32404 and the name of the initial registered agent of this Corporation at that address is Judith C. Young.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased in time by the Bylaws, but shall never be less than one (1). The name and address of the initial Director of this corporation is:

David F. Young
1500 San Remo Avenue, Suite 245
Coral Gables, Florida 33146-3054

ARTICLE VI - INCORPORATOR(S)

The name and address of the person signing these Articles is:

Judith C. Young
12908 Air Way Street
Panama City, Florida 32404

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE VIII - CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by any stockholder of the Corporation.

ARTICLE IX - INDEMNIFICATION

- The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

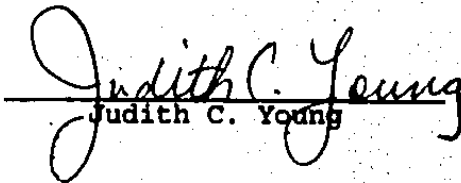
ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Hundred Dollar (\$100.00) par value.

IN WITNESS WHEREOF, the undersigned subscriber Judith C. Young has executed these Articles of Incorporation, this 7th, day of October, 1996.


Judith C. Young

STATE OF FLORIDA

COUNTY OF BAY

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Judith C. Young known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of October, 1996.

Karen M. Lane

NOTARY PUBLIC, State of
Florida

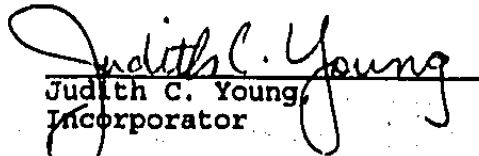
My Commission Expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT OR
REGISTERED OFFICE FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA**

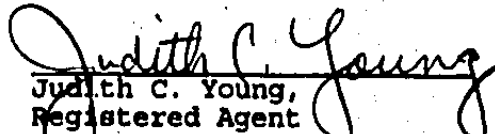
In compliance with Chapter 607.0501, Florida Statutes, the following is submitted:

That Monarch Lands, Inc. with its registered office and principal place of business at 12908 Airway, Panama City, Florida 32404, has named Judith C. Young, also located at 12908 Airway, Panama City, Florida 32404, as Registered Agent.


Judith C. Young,
Incorporator

Dated: October 7, 1996

I, Judith C. Young, accept the appointment as registered agent of Monarch Lands, Inc. and I am familiar with, and accept the obligations of that position.


Judith C. Young,
Registered Agent

Dated: October 7, 1996

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