

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 \$ _____

RE: M-HARBEY, INC.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input checked="" type="checkbox"/> Foreign Corp. Filing		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. Filing		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C 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 _____

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

REQUEST TAKEN CONFIRMED APPROVED
 DATE 10/29/96
 TIME 9:30 CK No. _____
 BY CD

WALK-IN
 Will Pick Up _____

ARTICLES OF INCORPORATION
OF
N-HANSE, INC.

FILED
96 OCT 29 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned subscriber to the Articles of Incorporation, each a natural person, competent to contract, do hereby associate ourselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is N-Hanse, Inc.

ARTICLE II

PRINCIPLE OFFICE

The principal place of business address of this corporation shall be:

25 Marilyn Avenue, St. Augustine, Florida, 32084

The mailing address for the place of business will be:

P. O. Box 4141, St. Augustine, Florida, 32085-4141 .

ARTICLE III

SHARES

This corporation is authorized to issue 100 shares of common stock with a par value of one dollar (\$1.123597) per share, 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 Direstors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and primary office of this corporation in the State of Florida is 25

Marilyn Avenue, St. Augustine, Florida, 32084. The mailing address will be P.O. Box , St. Augustine, Florida, 3208. The name of the initial registered agent of this corporation at the address is Ana Alexander. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

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 Bylaws for the corporation, pursuant to these Articles.

IN WITNESS WHEREOF, We, the undersigned, being each of the original subscribers to the capital stock herein before named, have hereon to set our hands and seals, this 28 day of October, 1996 for the purpose of forming this corporation to do business both withing and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, do make and file in the office of the Secretary of the State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.

Incorporator:

 10/28/96
Jorge Fernandez

Incorporator's Address:

3535 Hiawatha Avenue, A-307

Miami, FL33133

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION
REGISTERED AGENT OF
N-HANSE, INC.**

FILED
96 OCT 29 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent of the services of process within the State of Florida upon a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 25 Marilyn Avenue, St. Augustine, Florida 32084 with a mailing address of P. O. Box 4141, St. Augustine, Florida 32085-4141.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at St. Augustine, Florida, on this 28 day of October, 1996.

Signature *Anna Lorena Porras Alexander* Date 10/28/96
Anna Lorena Porras Alexander

Registered Agent