

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: PEB Properties
of Orlando, Inc

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input 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.		
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 11/18 _____
TIME 12:00 _____ CK No. _____
BY _____

WALK-IN 11/18 12:00
Will Pick Up _____

Articles of Incorporation
OF
P & D Properties of Orlando, Inc.

FILED
96 NOV 18 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I -- NAME

The name of the corporation shall be P & D Properties of Orlando, Inc.

ARTICLE II -- PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1900 New Hampshire Avenue, Orlando, Florida 32894.

ARTICLE III -- DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV -- SHARES

The corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value capital stock, which shall be designated as "common shares."

ARTICLE V -- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Steven G. Vitale, Esq.
300 Colorado Ave.
Suite 205
Stuart, Florida 34994

ARTICLE VI -- INCORPORATORS

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

Wray Petry
1965 Stanhome Way
Orlando, Florida 32894

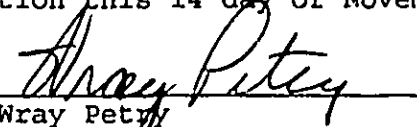
ARTICLE VII -- INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by amendment to the Bylaws adopted by the stockholders, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

Wray Petry
1965 Stanhome Way.
Orlando, Florida 32894

James R. Davis
5050 Hiatus Rd.
Sunrise, Florida 33351

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14 day of November, 1996.


Wray Petry

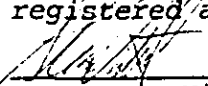
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is P & D Properties of Orlando, Inc.
2. The name and address of the registered agent and office is:

Steven G. Vitale, Esq.
300 Colorado Ave.
Suite 205
Stuart, FL 34994

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 this 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.



Steven G. Vitale

11/14/96

Date

FILED
96 NOV 18 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA