

996 0000 97496 of

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: Trademark City, 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.C. FEE.	DISBURSED
<input 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"/> () <u>Photo</u> 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		
000002018300--0		
<input type="checkbox"/> Name Reservation	-12/03/96--01128--022	
<input type="checkbox"/> Annual Report/Reinstatement	*****70.00	*****70.00
<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		

AL DEC - 3 1996

.....
 REQUEST TAKEN CONFIRMED APPROVED
 DATE 12/3 _____
 TIME _____ CK No. _____
 BY _____

WALK-IN Will Pick Up 11:30 [Signature]

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

**ARTICLES OF INCORPORATION
OF
TRADEMARK CITY, INC.**

FILED

96 DEC -3 PM 1:01

STATE OF FLORIDA

**ARTICLE I.
NAME**

The name of this corporation is: **TRADEMARK CITY, INC.**

**ARTICLE II.
DURATION; EFFECTIVE DATE**

This corporation shall exist perpetually, commencing as of the date of filing of these Articles of Incorporation with the Department of State of the State of Florida.

**ARTICLE III.
PURPOSES**

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

**ARTICLE IV.
CAPITAL STOCK**

This corporation is authorized to issue one hundred thousand (100,000) shares of one dollar (\$1.00) par value common stock.

**ARTICLE V.
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial Registered Office of this corporation is 3336 36th Avenue North, St. Petersburg, FL 33713. The name of the initial Registered Agent of this corporation at that address is Steven A. Robbins.

**ARTICLE VI.
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this corporation is 3336 36th Avenue North, St. Petersburg, FL 33713.

**ARTICLE VII.
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the incorporator is Steven A. Robbins, 3336 36th Avenue North, St. Petersburg, FL 33713.

**ARTICLE VIII.
BYLAWS**

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the bylaws or adopt new bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE IX.
STOCK TRANSFER AGREEMENTS**

If all, or any, of the shareholders or subscribers to stock of the corporation shall enter into any agreement between themselves or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation, any and all of the shares of the capital of the corporation held by them, and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that shares standing in the name of any person as pledgee, trustee, or other fiduciary may be voted, in person or by proxy, and without proof of authority.

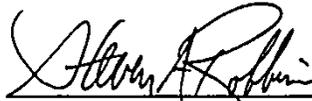
**ARTICLE X.
INFORMAL SHAREHOLDER ACTION**

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704.

**ARTICLE XI.
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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of December, 1996.



Steven A. Robbins, Incorporator

ACCEPTANCE AND ACKNOWLEDGMENT

I hereby accept appointment as registered agent. I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Section 607.0505, Florida Statutes.



Steven A. Robbins
Registered Agent

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TALLAHASSEE, FLORIDA