

P96000100866

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: GES Realty 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"/> () 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.....	\$

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____
 BY [Signature] CK No. _____

WALK-IN Will Pick Up 12/13 12:00

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
A & S REALTY, INC.

FILED
96 DEC 13 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, do hereby incorporate ourselves for the purpose of becoming a corporation for profit under Florida law.

ARTICLE I

The name of the corporation is A & S REALTY, INC..

ARTICLE II

This corporation may acquire, manage, exchange, transfer, and convey real estate; acquire and sell mortgages; and conduct any and all types of investment activities related thereto. The corporation may also conduct any other related activities and enterprises not prohibited by law.

ARTICLE III

The aggregate number of shares which this corporation may issue is Ten Thousand (10,000), all of which shall be common shares with a par value of One Dollar (\$1.00) per share. Each shareholder has full preemptive rights to purchase shares held or owned by other shareholders of the corporation. Each shareholder of any class of stock of this corporation has full preemptive rights to purchase any unissued shares of the corporation.

Each shareholder of any class of stock of this corporation shall also be entitled to full preemptive rights to purchase any corporate securities carrying rights of subscription to and/or acquisition of, any unissued or treasury shares.

ARTICLE IV

The business of the corporation shall be managed by the Board of Directors.

The names and addresses of the initial Board of Directors are:

ARNOLD BERNSTEIN
2112 Constitution Boulevard
Sarasota, Florida 34276

SHELLY BLOOM
5768 WATERFORD
Boca Raton, Florida

ARTICLE V.

This corporation will have perpetual existence.

ARTICLE VI

The business office of the corporation is: 2112 Constitution Boulevard, Sarasota, Florida 34276. The registered agent is: ARNOLD BERNSTEIN. The registered office of the corporation is: 2112 Constitution Boulevard, Sarasota, Florida 34276.

ARTICLE VII

The mailing address of the corporation is: P.O. Box 20589, Sarasota, Florida 34276.

ARTICLE VIII

The corporation's legal existence will begin on the first day it is legally qualified to transact business in Florida.

ARTICLE IX

The corporation may indemnify any officer, agent, or other representative, when reasonable, the fullest extent permitted by law.

ARTICLE X

The names and addresses of the incorporators are:

ARNOLD BERNSTEIN
c/o 2112 Constitution Boulevard
Sarasota, Florida 34276

SHELLY BLOOM
5768 WATERFORD
Boca Raton, Florida

WE HAVE SUBSCRIBED our names to these Articles of Incorporation for the purposes expressed herein, this ____ of December, 1996.



ARNOLD BERNSTEIN



SHELLY BLOOM

A & S REALTY, INC., establishing its registered office at 2112 Constitution Boulevard, Sarasota, Florida 34276, has named ARNOLD BERNSTEIN, 2112 Constitution Boulevard, Sarasota, Florida 34276, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above corporation at the location herein designated, I hereby agree to act as registered agent and to comply with Florida law.



ARNOLD BERNSTEIN

FILED
96 DEC 13 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA