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CREDIT CARD
ELECTRONIC FINANCIAL SERVICES

P96000103826

ACCOUNT NO. : 072100000032

REFERENCE : 203259 80558A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 27, 1996

ORDER TIME : 11:49 AM

ORDER NO. : 203259-005

CUSTOMER NO: 80558A

CUSTOMER: William R. Smith, Esq.
WILLIAM R. SMITH, P.A.

600002040006--9
-12/27/96--01102--008
****122.50 ****122.50

Suite 300
8191 College Parkway
Fort Myers, FL 33919

DOMESTIC FILING

NAME: A CLASS ACT, INC.

EFFECTIVE DATE:

EFFECTIVE DATE
Jan 1, 1997

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

Dmc 12/27/96

FILED
96 DEC 27 PM 2:44
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

A CLASS ACT, INC.

FILED
96 DEC 27 PM 2:44
SEC. 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.

EFFECTIVE DATE
Jan 1, 1997

The name of this Corporation shall be A Class Act, Inc.

ARTICLE II. COMMENCEMENT & DURATION.

The existence of the Corporation will commence effective January 1, 1997, and will continue thereafter perpetually.

ARTICLE III. PRINCIPAL OFFICE.

The principal place of business of this Corporation and its mailing address shall be 4827 Milton Street, Cape Coral, FL 33904.

ARTICLE IV. NATURE OF BUSINESS.

This Corporation is being formed to deal in all respects with any and all lawful business which corporations formed under the Florida Business Corporation Act may transact.

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is Seventy Five Hundred (7500) shares of common stock of the same class, each having a par value of one (\$1.00) dollar. The Shareholders of this Corporation shall have no preemptive rights.

ARTICLE VI. REGISTERED AGENT & ADDRESS.

The name and mailing address of the initial registered agent is as follows:

WILLIAM R. SMITH
8191 College Parkway, Suite 300
Fort Myers, Florida 33919

and, the street address of the Corporation's initial registered office is

8191 College Parkway, Suite 300
Fort Myers, Florida 33919

ARTICLE VII. INCORPORATOR.

This Corporation has one incorporator whose name and address is as follows:

WILLIAM R. SMITH
8191 College Parkway, Suite 300
Fort Myers, Florida 33919


ARTICLE VIII. DIRECTORS.

The number of members of the Board of Directors of this Corporation will be determined from time to time by the Shareholders, but shall never be less than one (1). It will, initially, have two (2) Directors, whose names and street addresses are as follows:

Lori O'Toole
5101 Glade Court
Cape Coral, Florida 33904

John D. O'Toole, Jr.
5101 Glade Court
Cape Coral, Florida 33904

THE UNDERSIGNED has executed these Articles of Incorporation this 19 day of December, 1996. Having been named Registered Agent, I hereby accept and am familiar with the obligations of being registered agent of this Corporation, and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.


WILLIAM R. SMITH,
Incorporator and Registered Agent