

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: Charlona Consulting, Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> Cert. Copy(s) <u>photo</u>		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s. _____ Copies		
Courier Service		
Shipping/Handling		
Phone () _____		
Top Priority		
Express Mail Prep.		
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 _____

TIME _____ CK No. _____

BY [Signature]

WALK-IN
 Will Pick Up

1/8 12:00 Joe 1/8

*Articles
of
Incorporation
of
Charlona Consulting, Inc.*

FILED
97 JAN -8 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME: The name of this corporation is:

CHARLONA CONSULTING, INC.

Whose mailing address is: **3392 Sanctuary Blvd.
Jacksonville Beach, FL 32250-2573**

ARTICLE II. DURATION: This corporation shall have a perpetual existence.

ARTICLE III. PURPOSE: The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is: 500 shares of common stock, each share having a par value of \$1.00.

ARTICLE V. FUTURE STOCK ISSUES: In the event of an issue of nonissued capital stock or of new stock, should the stock be increased, the existing stockholders at the time of such issue shall have the right to subscribe for and to purchase such stock so issued in a number of shares proportionate to the amount owned at the time of said subsequent issue. In the event that one or more of the stockholders shall fail or refuse to exercise their option, his or her right to subscribe shall inure to the benefit of the other stockholders. Written notice of intention to issue non-issued capital stock or new stock shall be given by the corporation to all stockholders and the stockholders shall notify the corporation of their intention to subscribe within thirty (30) days after such notice.

ARTICLE VI. REGISTERED AGENT: The initial registered agent for this corporation is David H. McQuaig, and the initial registered office is located at 5515-3 Phillips Highway, Jacksonville, Florida 32207.

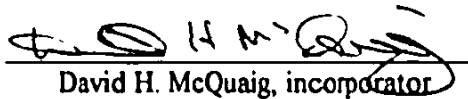
ARTICLE VII. DIRECTORS: The corporation shall have one (1) director initially, whose name and street address is as follows:

Charlona Stewart
3392 Sanctuary Blvd.
Jacksonville Beach, FL 32250-2573

ARTICLE VIII. INCORPORATORS: The name and address of the incorporator of this corporation is as follows:


David H. McQuaig
5515-3 Phillips Highway
Jacksonville, FL 32207

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation this 7th day of January, 1997.


David H. McQuaig, incorporator

**STATE OF FLORIDA
COUNTY OF DUVAL**

The foregoing Articles of Incorporation were acknowledged before me this 7th day of January, 1997, by David H. McQuaig, who is personally known to me ~~or who has~~ produced 7 identification and who ~~did~~ did not take an oath.

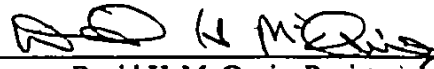

Notary Public signature
Name of Notary Public:
My Commission Expires:
My Commission Number:



Pamela H. Petrou
My Commission CC879879
Expires Aug. 28, 2000

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing articles of incorporation, the undersigned accepts the designation.



David H. McQuaig, Registered Agent

FILED
97 JAN -8 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA