

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: Multimedia Kit

	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- 100002063471-2		
<input type="checkbox"/> Fictitious Name File		
	***70.00	***70.00
<input type="checkbox"/> Name Reservallon		
<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.....	97 JAN 21 PM 1:37
DISBURSED.....	FILED
SURCHARGE.....	RECORDED
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY AMP

WALK-IN Will Pick Up 1/21/97 Joe 1/22

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, 10% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
FOR
Multimediatek Inc.

FILED
97 JAN 21 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

ARTICLE I
Corporation Name

The name of the corporation is : Multimediatek Inc.

ARTICLE II
Duration

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

ARTICLE III
Purpose

The purpose of this corporation is to conduct normal business activities as permitted under the laws of the State of Florida.

ARTICLE IV
Capital Stock

This corporation is authorized to issue 100 shares of common stock having a normal par value of \$ 1.00.

ARTICLE V
Election

The corporation elects organization under subchapter "C".

ARTICLE VI
Initial Registered Agent and Office

The name and street address of the Registered Agent of this corporation is :

Jeffrey Wolff
816 Riverside Drive
Ormond Beach, Florida 32176

The mailing address of this corporation is :

816 Riverside Drive
Ormond Beach, Florida 32176

ARTICLE VII
Initial Incorporator

The names and street addresses of the initial Board Incorporator is:

Jeffrey Wolff
816 Riverside Drive
Ormond Beach, Florida 32176

ARTICLE VIII
Initial Board of Directors

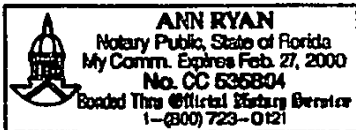
This corporation shall initially have two (2) directors. The number of directors of this corporation may be changed at any time, but shall never be less than one.

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

President :	Jeffrey Wolff 816 Riverside Drive Ormond Beach, Florida 32176
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Secretary:	Jeffrey Wolff 816 Riverside Drive Ormond Beach, Florida 32176
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The undersigned subscribers, in witness hereof, have executed these Articles of Incorporation this 16 day of January of 1997.



Jeffrey Wolff
JEFFREY WOLFF

State of Florida

County of Volusia

The foregoing instrument was acknowledged before me this 16 day of Jan, 1997, by Jeffrey Wolff, Initial Incorporator, a Florida Corporation, on behalf of the Corporation. He/she is personally known to me or has produced FL DL, as identification.

Ann Ryan

Notary Public - State of Florida

Ann Ryan

Name typed, printed, or stamped

N/A

Title or rank

N/A

Serial number, if any

**REGISTERED AGENT
CERTIFICATE AND ACKNOWLEDGMENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

MULTIMEDIATEK INC.

THE NAME OF THE CORPORATION IS: MULTIMEDIATEK INC.

**THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS REGISTERED OFFICE AS
INDICATED IN THE ARTICLES OF INCORPORATION AT:**

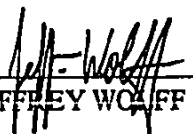
**816 RIVERSIDE DRIVE
ORMOND BEACH, FLORIDA 32176**

HAS NAMED JEFFREY WOLFF

**LOCATED AT THE HEREIN MENTIONED ADDRESS, AS ITS
REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS
STATE.**

**816 RIVERSIDE DRIVE
ORMOND BEACH, FLORIDA 32176**

**I HEREBY ACCEPT THE DUTY TO ACT AS REGISTERED AGENT AND
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION,
AND AGREE TO COMPLY WITH THE PROVISIONS OF THE LAWS OF THE
STATE OF FLORIDA IN KEEPING OPEN SAID OFFICE.**



JEFFREY WOLFF

**FILED
97 JAN 21 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**