

**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 \$ \_\_\_\_\_

**EFFECTIVE DATE**  
1-23-97

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	1/23/97	_____	_____
TIME	CA/SR	_____	CK No. _____
BY	DS	_____	_____

WALK-IN Will Pick Up \_\_\_\_\_

*DS*  
 1/23

RE: Drake & Co., Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input 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	_____	_____
C U S - <u>400002065864--3</u>	_____	_____
Fictitious Name File	<u>-01/23/97--01043--001</u>	_____
	***122.50	***122.50
<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.	_____	_____
<b>SUBTOTALS</b>	_____	_____

FILED  
 97 JAN 23 PM 2:33  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

FEE.....	_____
DISBURSED.....	_____
SURCHARGE.....	_____
TAX on corporate supplies.....	_____
SUBTOTAL.....	_____
PREPAID.....	_____
BALANCE DUE.....	_____

RECEIVED  
 96 JAN 28 AM 10:34  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

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.

897A-3440

THANK YOU  
 from  
 Your Capital Connection

EFFECTIVE DATE

1-22-97

ARTICLES OF INCORPORATION  
OF  
DRAKE 303/404, INC.

FILED  
97 JAN 23 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is DRAKE 303/404, INC.

ARTICLE II

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE III

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

The street address of the initial registered office of the corporation is 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 and the initial registered agent of the corporation at that address is Paul S. Berger.

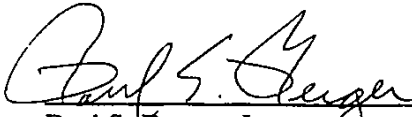
ARTICLE V

The mailing address of the corporation is located at c/o Semet, Lickstein, Morgenstern, Berger, Brooke & Gordon, P.A., 201 Alhambra Circle, Suite 1200, Coral Gables, FL 33134.

ARTICLE VI

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED at Miami, Florida, this 22<sup>nd</sup> day of January, 1997.

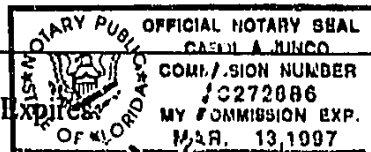
  
\_\_\_\_\_  
Paul S. Berger, Incorporator

STATE OF FLORIDA    )  
                                  ) :ss  
COUNTY OF DADE    )

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of January, 1997 by Paul S. Berger,  who is personally known to me or  who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, STATE OF FLORIDA

Print Name: \_\_\_\_\_  
My Commission Expires \_\_\_\_\_



CERTIFICATE DESIGNATING RESIDENT AGENT  
AND REGISTERED OFFICE

FILED  
97 JAN 23 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

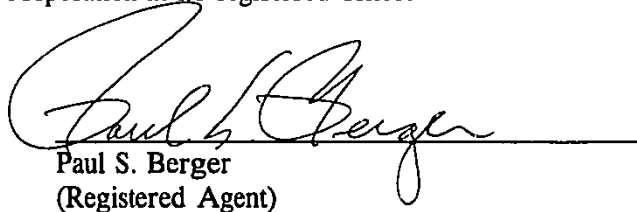
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

DRAKE 303/404, INC., desiring to organize under the laws of the State of Florida, hereby designates Paul S. Berger its registered agent and 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

  
Paul S. Berger  
(Registered Agent)