

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: Concepts USA, Incorporated

	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)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
4000002070714--3		
Name Reservation -01/28/97--01128--006		
Annual Report/Reinstatement ***122.50 ***122.50		
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 128 12-12-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 17, 1997

CAPITAL CONNECTION

The name **CONCEPTS USA, INC.** has been reserved for 120 days beginning January 17, 1997. The reservation number is R97000000248 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 897A00002551

ARTICLES OF INCORPORATION

OF

CONCEPTS USA, INCORPORATED

FILED
97 JAN 28 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article I.
Name.

The name of the Corporation is: Concepts USA, Inc.

Article II.
Duration.

The duration of the Corporation is perpetual.

Article III.
Purpose.

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. The general nature of the business to be transacted by this corporation shall be any activity or business permitted under the laws of the United States of America and the State of Florida.

Article IV.
Capital Stock.

The aggregate number of shares which the Corporation is authorized to issue is one thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article V.
Initial Principal Office and Registered Agent.

The street address of the initial Principal Office of the Corporation is 3930 South Florida Avenue, Lakeland, Florida 33813, and the name of its initial Registered Agent is Arthur Alvarez, whose address is 3930 South Florida Avenue, Lakeland, FL 33813.

Article VI.
Initial Board of Directors,
Officers and Subscribers.

The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The following are the names and street addresses of the persons who shall constitute the initial Board of Directors of the corporation, and the persons holding office for the first year of the corporation's existence, or until their successors are elected and have qualified, and each of the following named persons is a subscriber to these Articles of Incorporation.

NAME	ADDRESS	OFFICE
Mykl Belfatto	1312 Thomasville Circle Lakeland, Florida 33811	Director/VP
Borko Jovanovic	3520 Cleveland Heights Blvd. #215, Lakeland, Florida 33803	Director/VP
Arthur Alvarez	4116 Glengary Road Lakeland, Florida 33813	Director/ Pres/Treas.

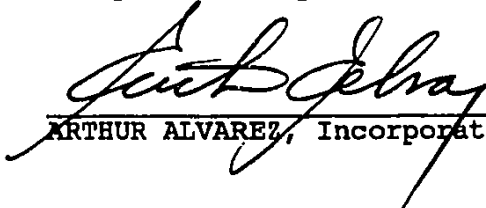
Article VII.
Amendment.

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

Article VIII.
Transfer of Stock.


Any limitation upon the transferability or assignment of stock shall be a valid matter of agreement which stockholders may include in any agreement among themselves.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 27th day of January, 1997.


ARTHUR ALVAREZ, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

SWORN TO AND SUBSCRIBED before me in the County and State last aforesaid by ARTHUR ALVAREZ, who [☒] is personally known to me, or who [☒] has produced his [☒] Florida driver's license, or [☐] _____, as identification, and who [☒] did [☐] did not take an oath, this 27th day of January, 1997.


Commission Number:
My commission expires:

(notarial seal)

13225\ARTICLES

SAMUEL G. CROSBY
Notary Public, State of Florida
My Comm. Expires Mar. 19, 1998
No. CC 350300
Bonded Thru Official Notary Service

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

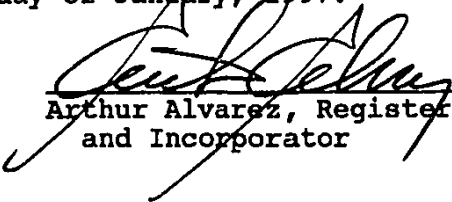
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CONCEPTS USA, INCORPORATED
2. The name and address of the registered agent and office is:

ARTHUR ALVAREZ
3930 SOUTH FLORIDA AVENUE
LAKELAND, FLORIDA 33813

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 27th day of January, 1997.



Arthur Alvarez, Registered Agent
and Incorporator

13225\ACCEPTANCE

FILED
97 JAN 28 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA