

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 \$ _____

REQUEST TAKEN CONFIRMED APPROVED
DATE 2/6/97
TIME 9:15
BY DR CK No. _____

WALK-IN
Will Pick Up _____

RE: Restro-Tech, Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
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

FILED
97 FEB -6 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
97 FEB -6 AM 10:08
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
RESTRO-TECH, INC.

FILED
97 FEB -6 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation is RESTRO-TECH, INC., and its address is 2964 Aviation Avenue, Third Floor, Miami, FL 33133.

ARTICLE II
DURATION

The duration of the corporation is perpetual.

ARTICLE III
PURPOSE

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporation may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV
AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2964 Aviation Avenue, Third Floor, Miami, FL 33133 and the name of its initial registered agent at such address is Thomas H. Connors.

ARTICLE VI
DIRECTORS

The number of directors constituting the Board of Directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial Board of Directors is one (1). The name and address of the person who is to serve as the member of the initial Board of Directors is:

Thomas H. Connors
2964 Aviation Avenue
Miami, FL 33133

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is:

Thomas H. Connors
2964 Aviation Avenue
Miami, Florida 33133

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 4 day of Feb, 1997.



Thomas H. Connors, Incorporator

STATE OF FLORIDA)

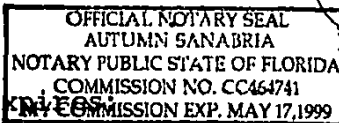
)SS:

COUNTY OF DADE)

BEFORE ME appeared Thomas H. Connors to me personally known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 4th day of Feb, 1997.

Personally Known



Autumn Sanabria
NOTARY PUBLIC

My commission expires

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Thomas H. Connors
Thomas H. Connors
Registered Agent