

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 \$ _____

FILED

97 FEB 18 PM 12:31

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

AL FEB 18 1997

W911-3035

| REQUEST | TAKEN | CONFIRMED | APPROVED |
|---------|--------|-----------|----------|
| DATE | 2/6/97 | | |
| TIME | 9:15 | | CK No. |
| BY | en | | |

WALK-IN
 Will Pick Up _____

RE: Thomas H. Connors P.A.

| | 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 | 600002879976 | 7 |
| Vehicle Search | -02/06/97-01819-024 | |
| Driving Record | ****122.50 | ****122.50 |
| 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..... | \$ |

DIVISION OF CORPORATION

97 FEB -6 PM 10:03

RECEIVED

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 6, 1997

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: THOMAS H. CONNORS, P.A.
Ref. Number: W97000003035

We have received your document for THOMAS H. CONNORS, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 997A00006419

RECEIVED
FEB 10 1997
10 10:42
DIVISION OF CORPORATIONS

Corrected

ARTICLES OF INCORPORATION
OF
THOMAS H. CONNORS, P.A.

FILED

97 FEB 18 PM 12:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to organize a professional service corporation for the purposes hereinafter stated, pursuant to the laws of the State of Florida, hereby certifies as follows:

ARTICLE I
NAME

The name of the corporation is THOMAS H. CONNORS, P.A., and its address is 2964 Aviation Avenue, Third Floor, Miami, FL 33133.

ARTICLE II
PURPOSE

The general nature of the professional services to be rendered by this professional service corporation shall be as follows, to-wit:

- (a) To engage in every phase and aspect of the business of rendering the same professional services to the public that an Attorney, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice therein.
- (b) To buy, sell, deal in and exchange shares of its own capital stock, except that the corporation shall not issue any of its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render professional lawyer services within the State of Florida. No shareholder of the corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

- (c) To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.
- (d) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of the corporation.
- (e) Without limiting the generality of any of the foregoing language, the corporation shall have all of the powers which are now or which may hereafter be conferred upon professional service corporations by the laws of the State of Florida.

ARTICLE III **STOCK**

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time is One Hundred (100) Shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV **EXISTENCE**

The corporation shall have perpetual existence commencing on March 1997.

ARTICLE V **INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of the corporation is THOMAS H. CONNORS and the street address of the initial registered office of the corporation is 2964 Aviation Avenue, Miami, Florida 33133.

ARTICLE VI
STOCK TRANSFERABILITY

No shareholder of the corporation may sell or transfer his shares in the corporation except to another individual who is eligible to be a Shareholder of a professional service corporation within the laws of the State of Florida.

ARTICLE VII
STOCK OWNERSHIP

The Board of Directors shall require any Officer, Shareholder, agent or employee of the corporation,, who has been rendering professional lawyer services to the public and who becomes legally disqualified to render such processional lawyer services within the State of Florida, or who is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing to render such professional lawyer services, to sever all employment with, and financial interest in, the corporation forthwith.

ARTICLE VIII
DIRECTORS

The corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, byu Bylaws adopted by the Shareholders, but shall never be less than one (1).

ARTICLE VIX
INITIAL DIRECTOR

The name and street address of each of the first members of the Board of Directors are:

Thomas H. Connors
2964 Aviation Avenue
Miami, FL 33133

The aforesaid Director shall hold his respective office until the first Annual Meeting of the Shareholders or until their successors are elected and have qualified.

ARTICLE X
INCORPORATOR

The name of the person signing these Articles is THOMAS H. CONNORS, and his street address is 2964 Aviation Avenue, Miami, Florida 33133.


ARTICLE XI
BYLAWS

The bylaws of the corporation may be created, amended or changed by the Shareholders or Directors at any regular or special meeting, duly held.

ARTICLE XII
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 14 day of February, 1997.



Thomas H. Connors, Incorporator

FILED
97 FEB 18 PM 12:31
CLERK OF STATE
TALLAHASSEE, FLORIDA

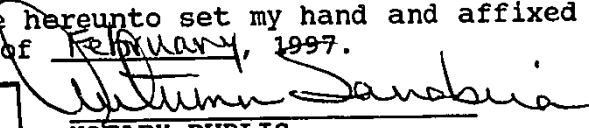
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

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 14 day of February, 1997.

My commission expires:

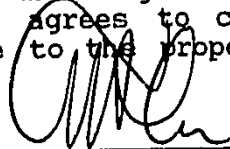
OFFICIAL NOTARY SEAL
AUTUMN SANABRIA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC464741
MY COMMISSION EXP. MAY 17, 1999



NOTARY PUBLIC

Acceptance by Registered Agent

Having been named to accept the service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.



Thomas H. Connors
Registered Agent