

P97000018007

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

RE: AVS, Inc.

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 26 PM 1:17
TALLAHASSEE, FLORIDA

RE FEB 27

.....
REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ BY [Signature] CK No. _____

	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.....	\$ _____
	\$ _____

WALK-IN
Will Pick Up _____

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
OF
AV 8, INC.

FILED
97 FEB 26 PM 1:17
STATE
FLORIDA

ARTICLE I - NAME

The name of this corporation is AV 8, INC. The principal office and mailing address of this corporation is: 5401 NW 15th Avenue, Fort Lauderdale, FL 33309.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 "Class A" Voting shares and 1000 "Class B" Non-Voting shares with a par value of One (\$1.00) Dollar.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5401 NW 15th Avenue, Fort Lauderdale, Florida, 33309, and the name of the initial registered agent of this corporation at that address is CORWIN J. ZIMMER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws.

The names and addresses of the initial Board of Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Corwin J. Zimmer	5401 NW 15th Avenue Fort Lauderdale, FL 33309
John Kelly	5401 NW 15th Avenue Fort Lauderdale, FL 33309
Wayne Boich	5401 NW 15th Avenue Fort Lauderdale, FL 33309

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Corwin J. Zimmer	5401 NW 15th Avenue Fort Lauderdale, FL 33309

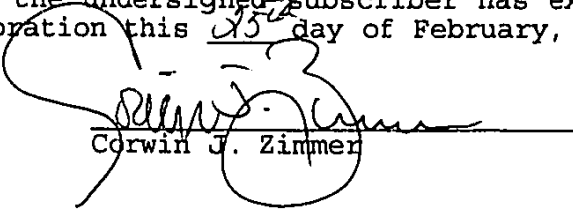
ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT


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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of February, 1997.


Corwin J. Zimmer

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 25th day of February, 1997, by Corwin J. Zimmer, who is personally known to me, or who has produced _____ as identification, and who did take an oath.


Notary Public, State of Florida

My Commission Expires:



LYDIA PRIEST
MY COMMISSION # CC400886 EXPIRES
AUGUST 18, 1998
BONDED THROUGH TROY FAIR INSURANCE, INC.



LYDIA PRIEST
MY COMMISSION # CC400886 EXPIRES
AUGUST 18, 1998
BONDED THROUGH TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

AV 8, INC.

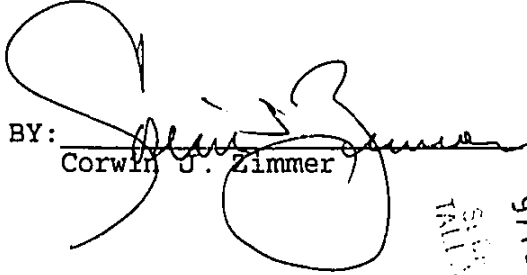
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

AV 8, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Fort Lauderdale, County of Broward, State of Florida, has named CORWIN J. ZIMMER, located at 5401 NW 15th Avenue, Fort Lauderdale, Florida, 33309, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office. Further, I am familiar with and accept the obligations provided for in Florida Statute 607.0505.

BY:


Corwin J. Zimmer

FILED
97 FEB 26 PM 1:17
TALLAHASSEE, FLORIDA