

997000019142

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10149, 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

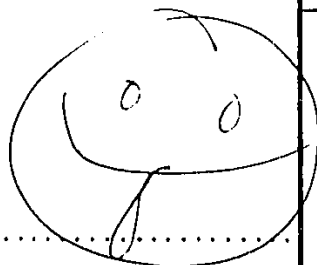
To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
97 MAR -3 AM 10:10
RECEIVED
TALLAHASSEE, FL 32301

AL MAR - 3 1997



REQUEST TAKEN CONFIRMED APPROVED
DATE 2/28/97
TIME 3:00
BY CD

WALK-IN
Will Pick Up _____

RE: Custom Acquisition
Corporation

	C.C. FEE.	DISBURSE
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
Corp. Copy(s)		
Photo		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S -	*****70.00	*****70.00
Fictitious Name File		
Name Reservation		
Annual Report/Restatement		
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		
Counter Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

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

RECEIVED
96 FEB 28 PM 3:55

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 Connect

ARTICLES OF INCORPORATION
OF
CUSTOM ACQUISITION CORPORATION

FILED
97 MAR -3 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME

The name of the corporation is **CUSTOM ACQUISITION CORPORATION**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 730 W. Broward Boulevard., FT. Lauderdale, Florida 33312.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$.05) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Bart Houston, 100 NE Third Avenue #850, FT. Lauderdale, Florida 33301.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

Robert Denberg, Pres.

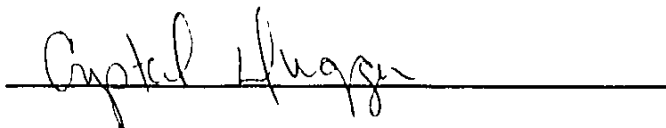
George H. Scholl, V.P.

Bart Houston, Sec.

730 W. Broward Boulevard, Ft. Lauderdale, Florida 33312.

The undersigned has executed these Articles of Incorporation this 28th day of February 1997.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"



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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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.

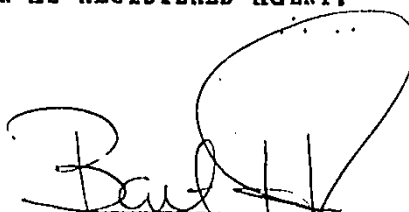
1. The name of the corporation is: CUSTOM ACQUISITION CORPORATION

2. The name and street address of the registered agent and office is: Bart A. Houston

100 Northeast Third Avenue, suite 850

Ft. Lauderdale, Florida 33301.

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.



FILED
97 MAR -3 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA