

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 _____

Maillet No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 97 MAR 12 PM 2:15
 TALLAHASSEE, FLORIDA
 U.S. DEPT. OF COMMERCE

W97-5791

AL MAR 12 1997

REQUEST TAKEN CONFIRMED APPROVED
 DATE 3/12/97
 TIME 10:30
 BY Crystal
 ck no. _____

WALK-IN
 Will Pick Up _____

Re: Arnold Associates
Southwest Florida, Inc.

	C.C. FEE.	DISHU
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Information		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s. Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ()		
pgs.		

SUBTOTALS

FEE	\$
DISHUNSEU	\$
SURCHARGE	\$
TAX on corporate supplies	\$
SUBTOTAL	\$
PAID	\$
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, 10% per Annum.

THANK Y
 from
 Your Capital Co



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 12, 1997

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: ARNOLD ASSOCIATES SOUTHWEST FLORIDA, INC.
Ref. Number: W97000005791

RECEIVED
97 MAR 12 PM 2:02

We have received your document for ARNOLD ASSOCIATES SOUTHWEST FLORIDA, INC. 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 effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 897A00012600

Corrected

FILED

ARTICLES OF INCORPORATION

97 MAR 12 PM 2:15

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARNOLD ASSOCIATES SOUTHWEST FLORIDA, INC.

ARTICLE I - Name and Principal Office

The name of this corporation is **ARNOLD ASSOCIATES SOUTHWEST FLORIDA, INC.** The principal office of this corporation is: **2915 COLONIAL BOULEVARD, SUITE 200, FT. MYERS, FL 33919.**

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Purpose

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

ARTICLE IV - Capital Stock

This corporation shall be authorized to issue One Hundred Thousand (100,000) shares of common stock at \$.01 par value per share.

The holders of common stock shall be entitled to one vote for each share held at all meetings of the Stockholders of the corporation, and such shares shall be fully paid and non-assessable.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 121 NORTH OSCEOLA AVENUE, CLEARWATER, FL 34615, and the name of the initial registered agent of this corporation at that address is LEE E. ARNOLD, JR.

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Name

Address

LEE E. ARNOLD, JR.

121 North Osceola Avenue
Clearwater, FL 34615.

ARTICLE VII - Incorporator

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

Name

Address

LEE E. ARNOLD, JR.

121 North Osceola Avenue
Clearwater, FL 34615.

ARTICLE VIII - Indemnification

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

ARTICLE IX - Amendment

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

ARTICLE X - Effective Date

~~The effective date of this corporation shall be February 1, 1997.~~
Not acceptable since it is not within five working days.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of March, 1997.



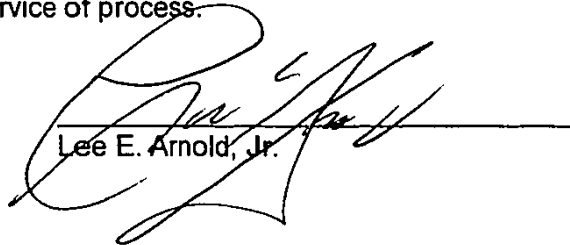
Lee E. Arnold, Jr.

CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Section 48.091, Florida Statutes, **ARNOLD ASSOCIATES SOUTHWEST FLORIDA, INC.**, desiring to organize under the laws of the State of Florida, hereby designates **LEE E. ARNOLD, JR.** located at **121 NORTH OSCEOLA AVENUE, CLEARWATER, FL 34615**, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

LEE E. ARNOLD, JR. hereby accepts the above designation as registered agent to accept service of process for the above named corporation, at the place designated above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process.



Lee E. Arnold, Jr.

FILED
97 MAR 12 PM 2:15
TALLAHASSEE, FLORIDA