

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-0070  
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302  
 TOLL FREE No. 1 800 342-0062  
 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 MAKED CONFIRMED \_\_\_\_\_ APPROVED \_\_\_\_\_  
 DATE 3/20/97  
 TIME 10:00 CK No. \_\_\_\_\_  
 BY CD

WALK-IN  
 Will Pick Up \_\_\_\_\_

Ne  
 RE: Clouds Corp.

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

subtotals

Fee	
business	
exchange	
TAX on corporate supplied	
SUBTOTAL	
PREPAID	
BALANCE DUE	

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1/2% per month on Past Due Amounts  
 Past 30 Days, 10% per Annum.

THANK  
 Your Capital

ARTICLES OF INCORPORATION  
OF

CLOUDS CORP.  
A Florida Corporation

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do hereby certify that I have become such corporation under and pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

CLOUDS CORP.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 60, all of which is without par value. All stock shall be paid and non-assessable. (Shares of stock without nominal or par value may be issued and disposed of for such consideration as may be fixed, from time to time, by the Board of Directors).

ARTICLE IV

The corporation shall have perpetual duration.

ARTICLE V

The initial street address of the registered office of the corporation shall be and is 10 Dorchester Circle, Palm Beach Gardens FL 33418, and the name of the initial registered agent of the corporation at this address is Melissa Walker.

The business shall be located at 10 Dorchester Circle, Palm Beach Gardens, FL 33418.

FILED  
97 MAR 20 PM 1:11  
TALLAHASSEE, FLORIDA

#### ARTICLE VI

The number of directors of this corporation shall be and is one (1). That number may be increased (or diminished) from time to time by the By-Laws adopted by the Stockholders.

#### ARTICLE VII

The names and addresses of the members of the first board of directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws of the corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

Melissa Walker  
10 Dorchester Circle  
Palm Beach Gardens, FL  
33418

Marlowe Walker  
10 Dorchester Circle  
Palm Beach Gardens, FL  
33418

#### ARTICLE VIII

The officers of the corporation shall be a President, Secretary and Treasurer, and such other officers, agents and factors as may be deemed necessary, including one or more Vice Presidents. All officers, agents and factors shall be chosen in such manner, hold their offices for such terms and have such powers and duties as maybe prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices except that the President or Vice President shall not also be the Secretary of Assistant Secretary of this corporation.

The corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this day for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file, in the Office of the Secretary of State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

DATED: *May 18, 1997*

*Jody V. Crowley*  
Jody V. Crowley, Incorporator  
283 Washington Avenue  
Albany, New York 12206

ARTICLE OF INCORPORATION  
OF  
CLOUDS CORP.  
A Florida Corporation

FILER:

Corporate Service Bureau, Inc.  
283 Washington Avenue  
Albany, New York 12206

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That CLOUDS CORP., a corporation desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at 10 Dorchester Circle, Palm Beach Gardens, FL 33418, County of *Palm Beach*, State of Florida, has named Melissa Walker at that address as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

DATED: *3/18/97*

*Melissa Walker*  
\_\_\_\_\_  
Melissa Walker, Agent

FILED  
97 MAR 20 PM 1:19  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA