

9970000027197

**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 \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
97 MAR 26 PM 12:29  
TALLAHASSEE, FL 32301

AL MAR 26 1997

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY MAP \_\_\_\_\_

WALK-IN 3/26/1100  
Will Pick Up

RE: Titan Ventures  
Corporation

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. Filing		
Corp. Record Search		
Ltd. Partnership Filing		
Foreign Corp. Filing		
( ) Cert. Copy(s)		
Art. of Amend. Filing		
Dissolution/Withdrawal		
C U S-		
Fictitious Name Filing		
Name Reservation	100002124631-0	
Annual Report/Reinstatement	03/26/97 01074-011	
Reg. Agent Service	***122.50 ***122.50	
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 Filing		
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.....	\$

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

**ARTICLES OF INCORPORATION  
OF  
TITAN VENTURES CORPORATION**

**FILED**  
97 MAR 26 PM 12:29  
DEPT. OF REVENUE  
TREASURY DIVISION

**ARTICLE I - NAME**

The name of this corporation is **Titan Ventures Corporation.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing on the date of filing.

**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 500 shares of \$1.00 par value common stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 other.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is **25 Walter Martin Road, NE, Fort Walton Beach, Florida 32548** and the name and address of the initial registered agent of this corporation is **JAMES W. GRIMSLEY, 25 Walter Martin Road NE, Fort Walton Beach, Florida 32548.**

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either

increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation is:

**James W. Grimsley  
25 Walter Martin Road, NE  
Ft. Walton Beach, FL 32548**

#### **ARTICLE VIII- INCORPORATORS**

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

**James W. Grimsley  
25 Walter Martin Road, NE  
Ft. Walton Beach, FL 32548**

#### **ARTICLE IX - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE X - SHARES OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

**James W. Grimsley - 500 shares**

#### **ARTICLE XI - INDEMNIFICATION**

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

#### **ARTICLE XII - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

#### **ARTICLE XIII - TAX ARTICLE**

It is the intention of this charter that the capital stock of this corporation will be subject to the

provisions of Sections 1242 through 1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscriber ~~has executed~~ these Articles of Incorporation, this 25<sup>th</sup> day of March, 1997.


  
JAMES W. GRIMSLEY

(Seal)

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **JAMES W. GRIMSLEY**, who is personally known to me or has produced \_\_\_\_\_ as identification, and who did/did not take an oath, and known by me to be the person who executed the foregoing Articles of Incorporation and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 25<sup>th</sup> day of March, 1997.

  
Notary Public  
Typed Name.....  
Commission No.  
My Commission Expires:

Prepared by:  
JAMES W. GRIMSLEY  
Smith, Grimsley, Bauman, Pinkerton,  
Petermann, Saxer & Wells  
P.O. Box 2379  
Fort Walton Beach, FL 32549



Certificate Designating Place of Business or Domicile for the Service of Process Within this State,  
Naming Agent upon Whom Process May be Served:

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

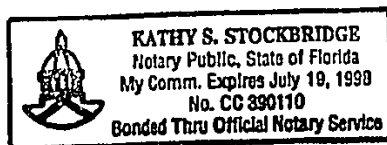
FIRST: That **TITAN VENTURES CORPORATION**, a corporation duly organized  
and existing under the laws of the State of Florida with its principal office as indicated in the Articles  
of Incorporation at Fort Walton Beach, Florida, has named **JAMES W. GRIMSLEY, 25 Walter  
Martin Road, NE, Fort Walton Beach, Florida, 32548**, as its agent to accept service of process  
for the above-named corporation at the place designated in this Certificate.

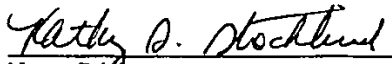
SECOND: Having been named to accept service of process for the above-named  
corporation at the place designated in this Certificate, I hereby agree to act in this capacity and I  
further agree to comply with the provisions of all statutes relative to the proper performance of my  
duties.

  
**JAMES W. GRIMSLEY**  
Registered Agent

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Sworn to and subscribed before me by **JAMES W. GRIMSLEY** who is personally  
known to me or who produced \_\_\_\_\_ as identification, and who did/did not take  
an oath, this 25<sup>th</sup> day of March 1997.



  
Notary Public  
Typed Name.....  
Commission No.  
My Commission Expires: