

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

Parsons
 NAME _____
 FIRM _____
 ADDRESS _____

RE: Gladding & Kurtz Enterprises, Inc.

31570
 Capital Lease _____
 Art. of Inc. File _____
 Corp. Record Search _____
 UCC Filing/Retrieval _____
 Foreign Corp. File _____
 (Cont. Copy(s)) Photo

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Art. of Amend. File _____
 Dissolution/Withdrawal _____
 C U S _____
 Fictitious Name File _____

Name Reservation _____
 Annual Report/Restatement _____
 Reg. Agent Service _____
 Document Filing _____

700002136047-7
 Corporate Kit -04/03/97-01022-021
 Vehicle Search *****70.00 *****70.00

Billing Record _____
 Document Retrieval _____

UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 File No.'s, Copies _____

Counter Service _____
 Shipping/Handling _____
 Photo () _____
 Top Priority _____
 Express Mail Prep _____
 FAX () _____

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 97 APR 8 AM 11:14
FILED

SUBTOTALS _____

FEE.....
 DISCOUNT.....
 SURCHARGE.....
 TAX on corporate stippled.....
 SUBTOTAL.....
 PAID.....
 BALANCE DUE.....

RECEIVED
 97 APR 8 AM 9:01

DIVISION OF CORPORATION

.....
 REQUEST TAKEN CONFIRMED APPROVED
 DATE 4-7-97 _____
 TIME 4:25 _____
 BY DK _____

WALK-IN Will Pick Up _____

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

THANK YOU
 from
 Your Capital Counsel

CERTIFICATE OF INCORPORATION

-OF-

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 APR -8 AM 11:14

FILED

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:
GLADDING & KURTZ ENTERPRISES, INC.

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 CAPITAL STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS **FIVE HUNDRED (500) SHARES** OF COMMON STOCK, HAVING A PAR VALUE OF **ONE (\$1.00) DOLLAR PER SHARE**.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS SHALL BE THE SUM OF NOT LESS THAN **FIVE HUNDRED (\$500.00) DOLLARS**.

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS SOONER DISSOLVED ACCORDING TO LAW.

-1-

ARTICLE VI

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE:

1344 SEMINOLE DRIVE
FT. LAUDERDALE, FL. 33304

ARTICLE VII

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE AT LEAST ONE (1) AND NO MORE THAN FIVE (5).

ARTICLE VIII

THE NAMES AND STREET ADDRESSES OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION ARE AS FOLLOWS:

MICHAEL L. KURTZ
STEPHEN C. GLADDING

1344 SEMINOLE DR., FT. LAUD., FL.
1344 SEMINOLE DR., FT. LAUD., FL.

ARTICLE IX

THE NAMES AND STREET ADDRESSES OF THE PERSONS SIGNING THESE ARTICLES OF INCORPORATION AS SUBSCRIBER IS AS FOLLOWS:

MICHAEL L. KURTZ
STEPHEN C. GLADDING

1344 SEMINOLE DR., FT. LAUD., FL.
1344 SEMINOLE DR., FT. LAUD., FL.

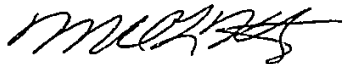

ARTICLE X

THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN ON THE DATE THE ARTICLES OF INCORPORATION ARE FILED OF RECORD.

IN WITNESS WHEREOF, THE UNDERSIGNED
AND MICHAEL L. KURTZ
GLADDING

AND STEPHEN C.

ALL BEING NATURAL PERSONS, COMPETENT TO CONTRACT, HAS HEREUNTO SET THEIR
HAND(S) AND SEAL(S) THIS 31, DAY OF MARCH, 19 97

 (SEAL) ✓
 (SEAL) ✓
(SEAL)

STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC OF THE STATE OF FLORIDA,
PERSONALLY APPEARED MICHAEL L. KURTZ, AND
STEPHEN C. GLADDING, AND
TO ME WELL KNOWN TO BE THE INDIVIDUALS DESCRIBED IN AND WHO EXECUTED THE
FORGOING ARTICLES OF INCORPORATION, AND THEY ACKNOWLEDGED BEFORE ME THAT
THEY HAVE EXECUTED THE SAME FREELY AND VOLUNTARILY FOR THE PURPOSE
THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL THIS 31, DAY OF MARCH
. 19 97 .


JENNIE KREITZ EDEL

(NOTARY SEAL)



Jennie Kreitz Edel
My Commission CC593758
Expires November 7, 2000

PERSONALLY KNOWN OR PRODUCED IDENTIFICATION
TYPE OF IDENTIFICATION PRODUCED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR 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 GLADDING & KURTZ ENTERPRISES, INC.
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL OFFICES AS INDICATED IN THE ARTICLES OF INCORPORATION, IN THE CITY OF
FT. LAUDERDALE , COUNTY OF BROWARD
STATE OF FLORIDA, HAS NAMED MICHAEL L. KURTZ
LOCATED AT 1344 SEMINOLE DR., FT. LAUDERDALE,
FLORIDA 33304 , AS ITS AGENT TO ACCEPT SERVICES OF PROCESS WITHIN THIS
STATE.

ACKNOWLEDGEMENT

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.

BY:  - RESIDENT AGENT

FILED
97 APR -8 AM 11: 14
SECRETARY OF STATE
TALLAHASSEE FLORIDA