

# 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

RE: Capra Technologies, Inc.

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 \$

C.O.D. FEE	DISBURSED
<input type="checkbox"/> General Express	
<input type="checkbox"/> Art. of Amend. File	
<input type="checkbox"/> Corp. Record Search	
<input type="checkbox"/> No. Partnership File	
<input type="checkbox"/> Foreign Corp. File	
<input checked="" type="checkbox"/> (-) Gen. Copy(s) <u>photo</u>	
<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/Reinstatement	
<input type="checkbox"/> Reg. Agent Service	
<input type="checkbox"/> Document Filing	
9000002153709--8	
-04/24/97-01058-020	
*****70.00 *****70.00	
<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.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

REQUEST TAKEN CONFIRMED APPROVED

DATE 4-24-97

TIME 11:20

BY CJB

CK No. 25

WALK-IN

Will Pick Up

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

FILED  
97 APR 24 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
CAPRA TECHNOLOGIES, INC.

In compliance with the requirements of the Florida Business Corporation Act, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation.

ARTICLE I - Name

The name of the corporation shall be **CAPRA TECHNOLOGIES, INC.**

ARTICLE II - Commencement of Existence

The existence of the corporation shall begin on the day these articles are accepted for filing.

ARTICLE III - Principal Office

The street address of the principal office of the Corporation is 8488 West Hillsborough Avenue, Suite 201, Tampa, Fl. 33615.

ARTICLE IV - Shares

The Corporation is authorized to issue one hundred million (100,000,000) shares of common stock with a par value of \$.01. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V - Initial Registered Agent

The initial street address of the Corporation's registered office is 442 West Kennedy Blvd., Suite 200, Tampa, Fl. 33606. The initial registered agent for the corporation at that address is William F. Humphries.

ARTICLE VI - Initial Board of Directors

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is as follows:

Chuck Broes  
8488 W. Hillsborough Avenue  
Suite 201  
Tampa, Florida 33615

ARTICLE VII - Incorporator

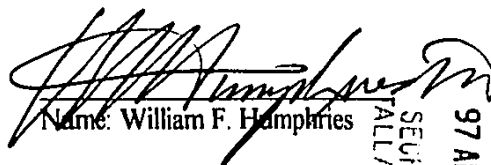
The name and street address of the incorporator is:

William F. Humphries  
442 W. Kennedy Blvd., Suite 200  
Tampa, Fl. 33606

ARTICLE VIII - Bylaws

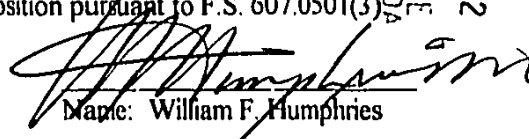
The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 23 day of April, 1997.

  
Name: William F. Humphries

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for **TECHNOLOGIES, INC.** at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3)

  
Name: William F. Humphries

Date: April 23, 1997

97 APR 24 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
CAPRA