

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 _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: American Beyer LP
Twenty Inc.Capital Expense _____
Annual Report _____
Corporate Search _____
Partnership File _____
Foreign Corp. File _____
() Cert. Copy(s) _____Art. of Amend. File _____
Dissolution/Withdrawal _____
C U S- _____
Fictitious Name File _____Name Reservation _____
Annual Report/Reinstatement _____
Reg. Agent Service _____
Document Filing _____Corporate Kit _____
Vehicle Search _____
Driving Record _____
Document Retrieval _____UCC 1 or 3 File _____
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 ConnectionWALK-IN
Will Pick Up _____

ARTICLES OF INCORPORATION
OF

American Boxer Top Twenty, Inc.

FILED
97 APR 30 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **American Boxer Top Twenty, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is Suite 3920, NationsBank Tower, 100 S.E. Second Street, Miami, FL 33131.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of \$.25 per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Paul A. Caillaud, Esq., Law offices of Paul A. Caillaud, Suite 3920, NationsBank Tower, 100 Southeast Second Street, Miami, Florida 33131.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

Betty Frohock - President

Jeanne Korson - Vice President/Secretary

Vera MacIntyre - Treasurer

Suite 3920, NationsBank Tower, 100 S.E. Second Street
Miami, FL 33131

The undersigned has executed these Articles of Incorporation this 30th day of April 1997.

"Capital Connection, Inc. by Jennifer Starling, Client Representative"

A handwritten signature in cursive script, appearing to read "Jennifer Starling", is written over a horizontal line.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: _____

AMERICAN BOXER TOP TWENTY, INC.

2. The name and street address of the registered agent and office is:

Paul A. Caillaud, Esq.
Law Offices of Paul A. Caillaud
Suite 3920, NationsBank Tower
100 Southeast Second Street
Miami, Florida 33131
Phone 305-374-5343

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Paul A. Caillaud

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 APR 30 PM 12:28