

097000041425

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 \$ _____

REQUEST TAKEN CONFIRMED APPROVED

DATE 5/9/97 _____

TIME 9:30 _____ CK No. _____

BY LS _____

WALK-IN

Will Pick Up _____

RE: Forcon, Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> 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, 15% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
FORCON, INC.**

FILED
97 MAY -9 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607 of the Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE 1. The name of the corporation ("Corporation") is FORCON, INC.

ARTICLE 2. The street and mailing address of the principal office of the Corporation is 939 Turner Quay, Jupiter, Florida 33458.

ARTICLE 3. The Corporation shall have: perpetual duration upon filing its articles of incorporation by the Department of State; succession in its corporate name; the powers an individual has to do all things necessary or convenient to carry out its business and affairs; and all general and emergency powers provided for corporations pursuant to Chapter 607, F.S.

ARTICLE 4. The general purposes for which the Corporation is organized are to engage in the business of office management and clerical services for the medical profession and other

businesses and to transact all lawful business for which corporations may be incorporated.

ARTICLE 5. The maximum number of shares the Corporation is authorized to issue is Five Hundred (500), all of which shall be Common Shares with a par value of One (\$1.00) Dollar per share. 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 6. The initial street address of the Corporation's registered office is 939 Turner Quay, Jupiter, Florida 33458. The initial registered agent for the Corporation at that address is SUSAN L. FORESTER, who is appointed registered agent pursuant to the provisions of Chapter 607 of the Florida Statutes for all purposes required by law, including the acceptance of service of process.

ARTICLE 7. The board of directors of the Corporation shall consist of at least one (1) but not more than three (3) members. The name and address of the person who will serve on the initial board of directors of this corporation and hold office for the first year or until a successor is chosen, is: SUSAN L. FORESTER, 939 Turner Quay, Jupiter, Florida 33458.

ARTICLE 8. The Corporation shall have the following officers: President, Secretary and Treasurer. The following are

the names and addresses of the first officers of the Corporation who shall hold office for the first year or until their successors are chosen:

President: **SUSAN L. FORESTER**
 939 Turner Quay,
 Jupiter, Florida 33458

Secretary: **DAVID A. SLEBODNIK**
 939 Turner Quay,
 Jupiter, Florida 33458

Treasurer: **SUSAN L. FORESTER**
 939 Turner Quay,
 Jupiter, Florida 33458

ARTICLE 9. The following is the name and street address of the person signing these article of incorporation as the incorporator of the Corporation, the number of shares of stock for which she has subscribed, and the value of the consideration she has paid therefor:

SUSAN L. FORESTER
939 Turner Quay
Jupiter, Florida 33458

who has subscribed for 100 shares of common stock at par value.

ARTICLE 10. The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE 11. These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the directors of the Corporation, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all

directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

I, the undersigned incorporator, being the original subscriber to these articles of incorporation and to the capital stock as herein set forth, do hereby make and file this certificate hereby declaring and certifying the facts herein stated are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of May, 1997.

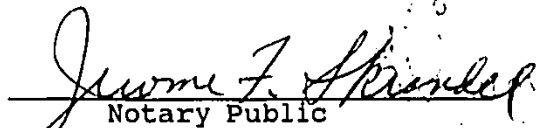

SUSAN L. FORESTER (SEAL)

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 8th day of May, 1997, by SUSAN L. FORESTER, incorporator of FORCON, INC., who is personally known to me.

IN WITNESS WHEREOF I hereunto set my hand and official seal in the County and State aforesaid, this 8th day of May, 1997.


Notary Public

My Commission Expires:



JEROME F. SKHANDEL
My Commission CC415819
Expires Nov. 08, 1998
Bonded by NFNU
NO. 224-6308

ACCEPTANCE OF REGISTERED AGENT

I, SUSAN L. FORESTER, having been named herein as registered agent to accept service of process for FORCON, INC. at the place designated in the articles of incorporation, affirm that I am familiar with and I hereby accept the obligations of the position of registered agent for FORCON, INC. pursuant to the provisions of Chapter 607 of the Florida Statutes, for all purposes required by law, this 8th day of May, 1997.

 (SEAL)
SUSAN L. FORESTER

FILED
97 MAY -9 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA