

7970000 44224

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10149, 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 \$ _____ Out \$ _____

97 MAY 19 PM 2:19
RECEIVED BY CAPITAL CONNECTION

K.R. MAY 19 1997

REQUEST TAKEN CONFIRMED APPROVED

DATE 5/10/97 5/19/97

TIME 6:50 1:28 CK No. _____

BY DR _____

WALK IN
Will Pick Up _____

RE: United Experts, Inc.

	C.C. FEE	DISCOUNT
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<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/Statement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
000002183680-4		
05/19/97-01106-024		
****122.50-****122.50		
<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 ()		

SUBTOTALS _____

FEE.....	\$
DISCOUNT.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PAID.....	\$
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

UNITED EXPERTS, INC.

ARTICLE I
CORPORATION NAME

The name of the corporation shall be UNITED EXPERTS, INC., a Florida corporation.

ARTICLE II
DURATION

This Corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III
PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue 500 shares of no par value common stock which shall be designated as "common shares".

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4902 North Mac Dill Avenue, Suite 1204, Tampa, Florida 33614, and the initial registered agent of this Corporation at that address is: Boris Motusic.

FILED
97 MAY 19 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws; The name and address of the initial Board of Directors of the Corporation is:

Name
BORIS MOTUSIC

Address
4902 North Mac Dill Avenue
Tampa, Florida 33614

ARTICLE VIII
INCORPORATION

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

Name
BORIS MOTUSIC

Address
4902 North Mac Dill Avenue
Tampa, Florida 33614


ARTICLE IX
INDEMNIFICATION

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

ARTICLE X
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Articles of Incorporation this 25th day of February, 1997.



BORIS MOTUSIC
Incorporator

**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

UNITED EXPERTS, INC., desiring to organize as a corporation under the laws of the State of Florida with its registered office and principal place of business at 4902 North Mac Dill Avenue, Suite 1204, Tampa, Florida 33614 has named and designated BORIS MOTUSIC as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

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 relating to the proper and complete performance of my duties as Registered Agent.

Dated this 25 day of February, 1997.



BORIS MOTUSIC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA