

97000048270



ACCOUNT NO. : 072100000032

REFERENCE : 411396 4383491

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 2, 1997

ORDER TIME : 9:44 AM

ORDER NO. : 411396-005

CUSTOMER NO: 4383491

CUSTOMER: Timothy H. Kenney, Esq
TIMOTHY H. KENNEY, ESQ

189 Bradley Place

Palm Beach, FL 33480

800002197278--3
-06/02/97--01022--031
****122.50 ****122.50

DOMESTIC FILING

NAME: PRONTO INVESTMENT CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

RECEIVED -
97 JUN -2 AM 10:44
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
JUN -2 PM 12:05

4

**ARTICLES OF INCORPORATION
OF
PRONTO INVESTMENT CORP.**

FILED
97 JUN -2 PM 12:05
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Pronto Investment Corp.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State, State of Florida. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 par value shares of common capital stock, each share having a par value of \$1.00.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

CHRISTIAN UTERMÖHL
415 ½ Australian Avenue
Palm Beach, Florida 33480

ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's office shall be:

415 ½ Australian Avenue
Palm Beach, Florida 33480

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

TIMOTHY H. KENNEY, ESQ.
189 Bradley Place
Palm Beach, Florida 33480

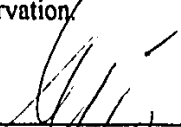
ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is:

CHRISTIAN UTERMÖHL
415 ½ Australian Avenue
Palm Beach, Florida 33480

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Christian Utermöhl, Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Pronto Investment Corp. and responsibilities as registered agent for Pronto Investment Corp.

Timothy H. Kenney, Esq., Registered Agent

State Of Florida
County Of Palm Beach

On the 31st day of May, 1997, Timothy H. Kenney, Esq., designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Pronto Investment Corp.

Emilie P. Wilson
Notary Public

Emilie P. Wilson
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:



EMILIE P. WILSON
COMMISSION # CC415712
EXPIRES OCT 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC

TALLAHASSEE, FLORIDA
91 JUN -2 PM 12:55
(SEAL)