

P97000079869



ACCOUNT NO. : 072100000032

REFERENCE : 527828 7136029

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70

ORDER DATE : September 12, 1997

ORDER TIME : 10:43 AM

ORDER NO. : 527828-005

CUSTOMER NO: 7136029

CUSTOMER: Ms. Donna R. Grooms
MS. DONNA R. GROOMS

157 Coventry Place

West Palm Beach, FL 33418

2000028852-6

FILED
SEP 15 PM 3:59
STATE
TREASURER, FLORIDA

DOMESTIC FILING

NAME: NATIONAL STOCK TRANSFER AND
ACCOUNTING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

RECEIVED
97 SEP 15 PM 3:41
DIVISION OF CORPORATION

SN SEP 15 1997

FILED
97 SEP 15 PM 3:59
SEC. STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NATIONAL STOCK TRANSFER AND ACCOUNTING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NATIONAL STOCK TRANSFER AND ACCOUNTING, INC.

The address of the principal office of this corporation shall be 157 Coventry Place, Palm Beach Gardens, Florida 33418, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 157 Coventry Place, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent of the corporation at that address is Donna R. Grooms.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Donna R. Grooms
Dir.

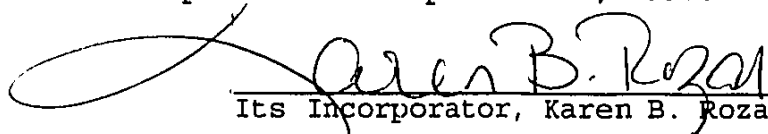
157 Coventry Place,
Palm Beach Gardens, Florida 33418

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these
Articles of Incorporation on September 15, 1997.


Its Incorporator, Karen B. Rozar

CKS

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION**

Donna Grooms, an individual residing in this state,
having a business office identical with the registered office
of the corporation named below, and having been designated as
the Registered Agent in the above and foregoing Articles of
Incorporation of:

NATIONAL STOCK TRANSFER AND ACCOUNTING, INC.

Donna Grooms is familiar with and accepts the obligations
of the position of Registered Agent under Section 607.0505,
Florida Statutes.

By: _____

Typed Name: Donna Grooms

FILED
97 SEP 15 PM 00
STATE
ALLAHAMSEE, FLORIDA