

P98000091370

ATLAS WORLDWIDE, INC.
3935 TORREY PINES BLVD,
SARASOTA, FLORIDA 34238
Tel: Fax: (941) 921-9617

October 22, 1998

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700002672127--7
-10/26/98--01056--009
*****122.50 *****78.75

Dear Sir or Madam:

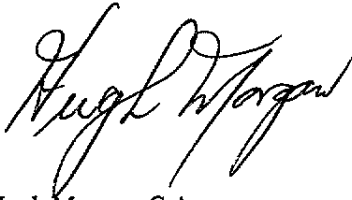
We enclose Articles of Incorporation for TS Capital Corporation, Inc. which we should appreciate your processing at your earliest convenience.

We enclose a check, in the amount of \$122.50, in payment of fees for this matter.

Should you have any queries, please do not hesitate to contact the undersigned.

Thank you for your assistance in this matter.

Yours truly,



Hugh Morgan, C.A.

David Wallend GAVE
AUTHORIZATION BY PHONE TO
DIRECT double suffi
DATE 10/27
DOC. EXAM BB

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 PM 1:54

B. BROCK OCT 27 1998

Articles of Incorporation of:

TS Capital Corporation

Article I Name:

TS Capital Corporation

Article II Principle Office:

5957 Essex Lane
Sarasota, Florida 34233

Article III Capital Stock:

The Corporation is authorized to have 10,000 shares of common stock with a par value of \$.01 (One cent) each.

Article IV Terms of Existence:

The term for which the corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.

Article V Nature of Business:

This corporation is organized for the purpose of engaging in and transacting any and all lawful business permitted under the laws of the State of Florida or any other State of the United States of America.

Article VI Name and Address of Incorporator:

Hugh Morgan
5957 Essex Lane
Sarasota, FL 34233

Article VII Initial Board of Directors:

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:

Hugh Morgan
5957 Essex Lane
Sarasota, Florida 34233

The undersigned has executed these articles of incorporation this

16th day of October, 1998

Signature: 

Name: Hugh Morgan
Title: President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 PM 1:54

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

The name of the Corporation is: TS Capital Corporation

The name and address of the registered agent is: Hugh Morgan
5957 Essex Lane
Sarasota, Florida 34233

Signature: Hugh Morgan

Name: Hugh Morgan

Title: President

Date: 10/ 16/ 98

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR:

TS CAPITAL CORPORATION

Having been named to accept services of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, 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.

Signature: Hugh Morgan

Name: Hugh Morgan

Title: President

Date: 10/ 16/ 98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 PM 1:54