

990000069884

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SCD Investment Co.

000002952460--0

-08/06/99--01034--024

*****78.75 *****78.75

- ✓ Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

FILED
99 AUG -6 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
99 AUG -6 AM 10:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

R. Purinton AUG 6 1999

FILED

99 AUG -6 AM 11:06

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I

The name of this corporation shall be:

SCD INVESTMENT CO.

ARTICLE II

The principal office of this corporation shall be 1075 W. Morse Blvd., Winter Park, Florida 32789 but this corporation may establish such other offices and branch offices within or without the State of Florida as may be necessary or as may be determined by the board of directors.

ARTICLE III

The amount of capital stock authorized by this corporation shall be 1,000,000 shares with a par value of \$.001 per share.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

This corporation shall be managed by a board of directors no less than 1 nor more than 9 who need not be stockholders of the corporation. The names and street addresses of the members of the first board of directors who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

John J. Murphy, Jr.
1075 W. Morse Blvd.
Winter Park, Florida 32789

ARTICLE VI

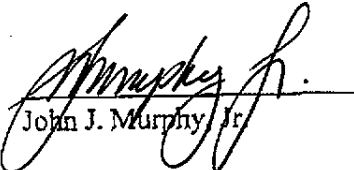
The name and street address of the incorporator is:

John J. Murphy, Jr.
1075 W. Morse Blvd.
Winter Park, Florida 32789

ARTICLE VII

THOMAS V. INFANTINO, located at Suite 7, 180 S. Knowles Avenue, Winter Park, Florida 32789, has been named as the corporation's agent to accept service of process within this State. Said agent has accepted the request to act in this capacity.

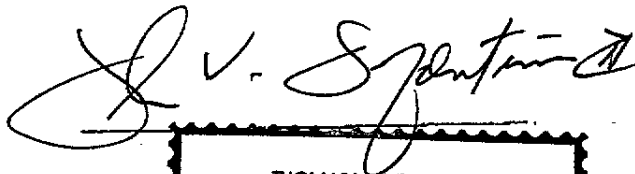
IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal on August 2, 1999.


John J. Murphy, Jr.

STATE OF FLORIDA:
COUNTY OF ORANGE:

ON THIS DAY personally appeared before me, the undersigned officer, JOHN J. MURPHY, JR., personally known to me to be the individual described in and who executed the foregoing, who did not take an oath but acknowledged executing the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on August 2, 1999.



THOMAS V. INFANTINO II
Notary Public - State of Florida
My Commission Expires Oct 2, 2000
Commission # CC590292

FILED

99 AUG -6 AM 11:07

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the corporation submits:

That SCD INVESTMENT CO., a corporation organized under the laws of the State of Florida, has named THOMAS V. INFANTINO, located at Suite 7, 180 S., Knowles Ave., Winter Park, Florida 32789, County of Orange, State of Florida, as its agent to accept service of process within this state.

By: 

John J. Murphy, Jr., Incorporator

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By: 

Thomas V. Infantino
Resident Agent