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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

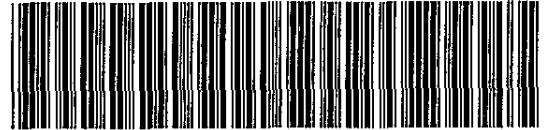
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/29/05 11:59 AM
J. Shivers

J. Shivers AUG 01 2005

TRANSMITTAL LETTER

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

SUBJECT: Burghardt & Climes Enterprises Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (2) copies of the articles of incorporation and a check for: \$87.50 for Filing Fee ,Certified Copy & Certificate of Status

FROM:

Peter O. Burghardt
131 Southern Blvd.
Chatham, NJ 07928
973-975-3085

NOTE: Please provide the original and one copy of the articles.

Note we will be relocating to Florida in about three weeks residing at the provided address and would like to be sure we are set up for business when we arrive. Please send information back to the Chatham NJ address to help us expedite our business set up.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUL 29 AM 8:10

ARTICLES OF INCORPORATION*

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: **Burghardt & Climes Enterprises Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

**170 Sunport Ln.
Suite 900
Orlando FL 32809**

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To invest in and manage retail enterprises.

ARTICLE IV SHARES

The number of shares of stock is: **1,000,000**

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

**Denise Vespucci, 6800 Villa deCosta Drive, Orlando FL 32821, Chief
Executive Officer**

**Peter O. Burghardt, 6800 Villa deCosta Drive, Orlando FL 32821, Chief
Operating Officer**

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Denise Vespucci, 6800 Villa deCosta Drive, Orlando FL 32821

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Peter O. Burghardt, 6800 Villa deCosta Drive, Orlando FL 32821

FILED
CLERK AND STATE
ASSIGN OF INCORPORATION
05 JUL 29 AM 8:19

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

Jim Vespucci

Date

7/25/05

Signature/Incorporator

R. O. A.

Date

7/25/05

FILED
STATE OF FLORIDA
DIVISION OF CORPORATIONS
05 JUL 29 AM 8:49