

Charter Number Only

11/21/98
 Accounting and tax system
 Requestor's Name
 6043 Kimberley Blvd. suite 5.
 Address
 North Lauderdale
 City State ZIP Phone
 (954) 972-8300

ALLEGATION ONLY
 7275

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CORPORATION(S) NAME

~~COMMONWEALTH INTERNATIONAL CO~~
 COMMONWEALTH INTERNATIONAL
 LIMITED, LLC.

FILED
 98 JAN 23 AM 11:56
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 RECEIVED
 98 JAN 23 AM 10:10
 DIVISION OF CORPORATE REGISTRATION

Empire Toll Free: 1-800-432-3028

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Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

1/23

ARTICLES OF INCORPORATION
OF

COMMONWEALTH INTERNATIONAL LIMITED, INC.

The undersigned incorporator does hereby make
subscribe, file and acknowledge these Articles of
Incorporation for the purpose of organizing a corporation
under the Florida General Corporation Act.

SECRETARY OF STATE
TALLAHASSEE
FLORIDA

98 JAN 23 AM 11:56

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ARTICLE I

The name of this corporation shall be:
COMMONWEALTH INTERNATIONAL LIMITED, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is
organized shall be to engage in any lawful activity or to
transact any lawful business for which a corporation may be
incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this
corporation shall consist of 5000 shares of Common Stock,
par value \$1.00 per Share.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this Corporation
will begin business shall be determined by the initial
Board of Directors.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall exist perpetually.

SUBMITTED BY:
BEVERLY JEAN OVIATT
ACCOUNTING & TAX SYSTEMS, INC.
6043 KIMBERLY BLVD., STE. S
N. LAUDERDALE, FL. 33068

ARTICLE VI

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 1209 W. BROWARD BOULEVARD, FT. LAUDERDALE, FL., 33312. The initial registered agent of this Corporation at this address shall be Roy Francis Barnard.

The street address of the Principal office of this Corporation is: 1209 W. BROWARD BOULEVARD, FT. LAUDERDALE, FL., 33312.

ARTICLE VII

NUMBER OF DIRECTORS

This corporation shall have not less than one (1) Director(s).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and street address of the initial members of the Board of Directors are:

Roy Francis Barnard
1209 W. Broward Boulevard
Ft. Lauderdale, Fl. 33312

ARTICLE IX

INCORPORATOR

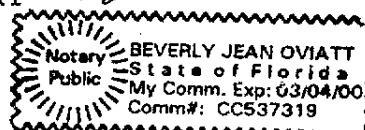
The name and street address of the person signing these Articles of Incorporation is:

Roy Francis Barnard
1209 W. Broward Boulevard
Ft. Lauderdale, Fl. 33312


PRESIDENT

In witness whereof, I have hereunto subscribed my hand and seal this 16 day of January, 1998.


NOTARY



The UNDERSIGNED, named as the registered agent in article vi of these Articles of Incorporation hereby consents to act as such registered agent.

Roy Barnard
PRESIDENT
REGISTERED AGENT

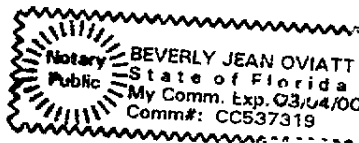
STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Roy Francis Barnard, to me known to be the person described as the incorporator and registered agent in, and who executed the foregoing Articles of Incorporation for the purposes therein set forth.

Witness my hand and official seal in the County and State named above this 16 day of January, 1998.

Beverly Jean Oviatt
NOTARY PUBLIC
My commission expires:

(Notarial Seal)



CERTIFICATE DESIGNATING (OR CHANGING) PLACE
OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes,
the following is submitted, in compliance with said act:

First - That COMMONWEALTH INTERNATIONAL LIMITED,
INC., desiring to be organized under the laws of the State
of Florida with its principal office, as indicated in the
Articles of Incorporation at City of Fort Lauderdale,
County of Broward, State of Florida, has named Roy Francis
Barnard, located at 1209 W. Broward Boulevard, Ft. Lauderdale,
Florida, 33312, as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED 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 provision of said Act
relative to keeping said office open.

BY: 
ROY FRANCIS BARNARD

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TALLAHASSEE, FLORIDA