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STEPHANIE A. REINICKE, P.A.

ATTORNEY AT LAW

SUITE 803

1800 SECOND STREET

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97 JUN -9 PM 3:04

ALSO ADMITTED IN COLORADO

FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

BOARD CERTIFIED IN REAL ESTATE

June 3, 1997

Florida Department of State  
Division of Corporations  
P. O. Box 5327  
Tallahassee, Florida 32314

Re: 2478 CALGARY CORP.

500002205205--9  
-06/09/97--01012--002  
\*\*\*\*122.50 \*\*\*\*122.50

Ladies/Gentlemen:

Enclosed are an original and duplicate original of the Articles of Incorporation for 2478 CALGARY CORP., a Florida corporation. Please file these Articles of Incorporation and return a Certified Copy to my office.

Also enclosed is my check in the amount of \$122.50, constituting the filing fee and Certified Copy charge.

Please do not hesitate to contact this office should you have any questions.

Very truly yours,

*Stephanie A. Reinicke*

Stephanie A. Reinicke

/sar

Enclosures

cc: Glen Mack

PK  
6/9/97

ARTICLES OF INCORPORATION  
OF

2478 Calgary Corp.,  
A Florida Corporation

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STATE  
TALLAHASSEE, FLORIDA

Article I  
NAME

The name of this Corporation is 2478 Calgary Corp., a Florida corporation.

Article II  
TERM OF EXISTENCE

Pursuant to the provisions of Florida Statutes, the existence of the Corporation shall commence upon filing of these articles. The Corporation shall have perpetual existence thereafter unless dissolved pursuant to Florida Statutes.

Article III  
NATURE OF BUSINESS

This Corporation is organized for the following purpose:  
To engage in any and all lawful business.

Article IV  
POWERS

The Corporation shall have power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the fullest extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned and invested.
- (j) To conduct its business, carry on its operations, and have officers and exercise the powers granted by this act within or without this state.
- (k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- (l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this State, for the administration and regulation of the affairs of the Corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.

- (n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
- (o) To pay pensions and establish pension plans, profit-sharing plans, stock bonus plans, and other incentive plans for any or all of its directors, officers and employees and for any or all of the directors, officers and employees of its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.
- (q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V  
Principal Office

The principal office and mailing address of this corporation shall be 2447 Calamonga Lane, Sarasota, FL 34239.

ARTICLE VI  
Capital Stock

This Corporation is authorized to issue ONE THOUSAND (1000) shares of common stock.

ARTICLE VII  
Initial Registered Office and Agent

The street address of the initial Registered Office of this Corporation is 1800 Second Street, Suite 803, Sarasota, Florida 34236, and the name of the initial Registered Agent of this Corporation at that address is STEPHANIE A. REINICKE, ESQUIRE.

ARTICLE VIII  
Directors

This Corporation shall have two (2) Directors initially. The number of Directors may be increased from time to time by the Bylaws but shall never be less than one (1) director and no more than five (5) Directors. The names and addresses of the initial Directors of this Corporation who shall serve until their successors are duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
GLEN A. MACK	2447 Calamonga Lane Sarasota, FL 34239
S.A. HORNBERGER	238 Davenport Road, #322 Toronto, Ontario CANADA M5R1J6

ARTICLE IX  
Subscriber

The name and street address of the Incorporator signing these Article of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
STEPHANIE A. REINICKE	1800 Second Street, Ste. 803 Sarasota, FL 34236

ARTICLE X  
Special Provisions

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE XI  
Indemnification

The Corporation shall indemnify any Director or Officer, or any other former director or officer, to the full extent permitted by law.

ARTICLE XII  
Mortgage or Pledge of Assets

The mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of a corporation for the purpose of securing the payment of performance of any contract, note, bond or other obligation of the Corporation may be made upon such terms and conditions and for such consideration, which may consist in whole or in part of cash or other property, including shares, obligations or other securities of any other corporation, domestic or foreign, as shall be authorized by the Shareholders.

ARTICLE XIII  
Removal of Directors

The Shareholders of this Corporation shall be entitled to remove any Director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE XIV  
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

WITNESS my hand and seal at Sarasota, Florida, this 3<sup>rd</sup> day  
of June, 1997.

Stephanie A. Reinicke  
STEPHANIE A. REINICKE

STATE OF FLORIDA )  
COUNTY OF SARASOTA )

The foregoing instrument was acknowledged before me this  
3<sup>rd</sup> day of June, 1997, by STEPHANIE A. REINICKE, who is  
personally known to me or who produced \_\_\_\_\_ as  
identification.



Lynn Terry  
My Commission C0820788  
Expires February 11, 2001

Lynn Terry  
Notary Public Signature  
Printed Name LYNN TERRY  
My commission expires: \_\_\_\_\_

RECEIVED  
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated in the foregoing  
Articles of Incorporation as Registered Agent, hereby agrees to  
accept said designation; to accept Service of Process; to keep the  
office open during prescribed hours; to post my name (and any other  
officers of said corporation) authorized to accept Service of  
Process at the above Florida designated address) in some  
conspicuous place in the office as required by law.

Stephanie A. Reinicke  
STEPHANIE A. REINICKE  
Registered Agent