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TRANSMITTAL LETTER

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

400003132884--8
-02/11/00-01030-016
*****78.75 *****78.75

SUBJECT:

BOB CALLAHAN ENTERPRISES, INC.
(proposed corporate name)

Enclosed please find an original articles of incorporation for the above corporation and a check in the amount of \$78.75.

FROM: Douglas M. Sieb, Esq.
240 North Washington Boulevard, Suite 200
Sarasota, FL 34236
(941) 366-8855

FILED
00 FEB 11 AM 8:04
DIVISION OF STATE
TALLAHASSEE, FLORIDA

D. BROWN FEB 17 2000

ARTICLES OF INCORPORATION

OF

BOB CALLAHAN ENTERPRISES, INC.

FILED
00 FEB 11 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: BOB CALLAHAN ENTERPRISES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5681 Derek Avenue
Sarasota, Florida 34233

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten Thousand (10,000)

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Bob Callahan
5681 Derek Avenue
Sarasota, Florida 34233

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

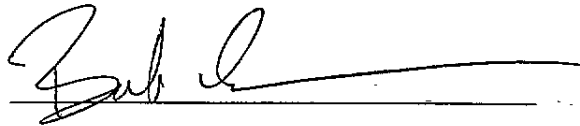
The business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors, and the shareholders shall perform all of the duties of a Board of Directors.

ARTICLE VI - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Bob Callahan
5681 Derek Avenue
Sarasota, Florida 34233

The undersigned has executed these Articles of Incorporation this 3rd day of
February, ~~1999~~ 2000.

A handwritten signature in dark ink, appearing to read 'Bob Callahan', is written over a horizontal line.

Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: BOB CALLAHAN ENTERPRISES, INC.


2. The name and address of the registered agent and office is:

Bob Callahan
(NAME)

5681 Derek Avenue
(P.O. BOX NOT ACCEPTABLE)

Sarasota, Florida 34233
(CITY/STATE/ZIP)

SIGNATURE



Bob Callahan

TITLE Incorporator & President

DATE: February 3, 1999 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Bob Callahan

DATE: 2-3-2000 1999

FILED
00 FEB 11 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA