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LAW OFFICES OF
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EILAM ISAAK
JEFFREY ZWIRN

CRIMINAL LAW
PERSONAL INJURY

FILED
00 SEP -5 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 30, 2000

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

Re: CALADESI ENTERPRISES, INC

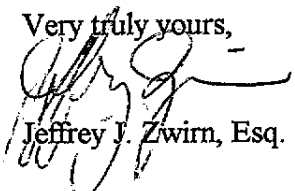
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****122.50 *****78.75

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for the above-named corporation, along with a check in the amount of \$122.50 for the filing fees for those Articles. Please process these documents at your earliest convenience and return a certified copy of each of those Articles to the above address.

Thank you in advance for your cooperation. If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,


Jeffrey J. Zwirn, Esq.

Enclosures

Feb
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ARTICLES OF INCORPORATION
OF
CALADESI ENTERPRISES, INC.

FILED

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SECRETARY OF STATE

TALLAHASSEE, FLORIDA

The undersigned Incorporator for the purpose of forming a corporation under Chapter 607 Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME AND ADDRESS

The name of this corporation is CALADESI ENTERPRISES, INC. The business mailing address of the corporation is 608 Gospel Island Rd., Inverness, Florida.

ARTICLE II
DURATION

The duration of the corporation is perpetual.

ARTICLE III
COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence at the time that the Articles of Incorporation are subscribed to and acknowledged.

ARTICLE IV
SHARES OF STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000,000. Such shares shall be of a single class and shall have a par value of \$.01 per share.

ARTICLE V
PURPOSE

This corporation is organized for the purpose of transacting any business that a corporation may engage in under the laws of the State of Florida.

ARTICLE VI
INITIAL SUBSCRIBER

The initial subscriber to these Articles of Incorporation is JANA L. BEARD, whose address is 608 Gospel Island Rd., Inverness, Florida.

ARTICLE VII
OFFICERS DIRECTORS

Officers and Directors shall be duly elected by the Bylaws of the Corporation and shall

serve until the next election or their resignation. The officers and directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one.

ARTICLE VIII BYLAWS

The Bylaws of the Corporation shall be made by the Initial Subscriber. The Bylaws shall be adopted and may be amended in accordance with the procedure set forth in the Bylaws.

ARTICLE IX AMENDMENT

The Articles of Incorporation of the Corporation may be amended by resolution of the Board of Directors, approved by the members of the Corporation, as provided in the Bylaws of the Corporation.

ARTICLE X RESIDENT OFFICE AND REGISTERED AGENT

The Resident Office and the Registered Agent of the Corporation shall be:

Jeffrey J. Zwirn
4021 North Armenia Ave.
Tampa, Florida 33607

The undersigned subscriber has executed these Articles of Incorporation this 1 of September 2000.


JANA L. BEARD

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 1 day of September, 2000 by JANA L. BEARD, the foregoing subscriber, who is personally known to me and who did take the oath.

FL DELIVER'S LIE.

B 630. 432. 56. 569.

NOTARY PUBLIC:




ADMIREE ZWIRN
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. CC757914
MY COMMISSION EXPIRES 07/08/2002

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CALADESI ENTERPRISES, INC., at the place designated in the Articles of Incorporation, I Jeffrey J. Zwirn, hereby agree to act in this capacity and agree to comply with the provisions of Section 48.091, Fla. Stat., relative to

keeping such office open.

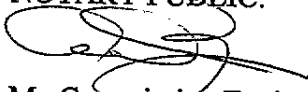


Jeffrey J. Zwirn

State of Florida
County of Hillsborough

The foregoing instrument was acknowledged before me this 1 day of September
2000 by Jeffrey J. Zwirn, the Registered Agent, who is personally known to me and who did take
the oath.

NOTARY PUBLIC:



My Commission Expires: 2002



ADRIENNE ZWIRN
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. 00767914
MY COMMISSION EXPIRES 07/01/2002