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February 15, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

800003719208--7
-02/19/01--01137--009
*****70.00 *****70.00

RE: C.E.G. Enterprises, Inc.

Dear Sir/Madam:

Enclosed is the original Articles of Incorporation for filing the above referenced corporation. I have also included my check number 19319 in the sum of \$70.00 to cover the filing fee cost.

A self addressed stamped envelope is provided for the return of the incorporation certificate and stamped copy of the Articles.

Should you need any other information, please do not hesitate to contact me.

Very truly yours,

Deborah S. Rugg
Deborah Fischer Rugg

DFR/dya
Encl.

FACLIENT\00184\01-14088\LETTERS\DEPTCORP.03

FILED
01 FEB 19 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 2-20

ARTICLES OF INCORPORATION

OF

C.E.G. ENTERPRISES, INC.

FILED

01 FEB 19 PM 2:42

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLE I
NAME**

The name of the corporation shall be: C.E.G. ENTERPRISES, INC.

The principal address is: 5821 S.W. 163rd Avenue, Fort Lauderdale, Florida 33331.

**ARTICLE II
PURPOSE**

To engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to industrial design.

**ARTICLE III
CAPITAL STOCK**

The corporation is authorized to issue 10,000 shares of common stock, at \$.01 par value. The common stock of the corporation shall have the following characteristics:

(a) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a voting common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.

(b) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

**ARTICLE IV
TERMINATION OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation with the Secretary of the State of the State of Florida.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is: Deborah F. Rugg, Esquire, 3600 North Federal Highway, Third Floor, Fort Lauderdale, Florida 33308.

Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have five (5) directors initially. The number of directors may be increased from time to time in accordance with the By-Laws but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

JOSEPH MATTHEWS	5821 S.W. 163rd Avenue Fort Lauderdale, Florida 33331
VIRGINIA MATTHEWS	5821 S.W. 163rd Avenue Fort Lauderdale, Florida 33331
GREGORY MATTHEWS	5821 S.W. 163rd Avenue Fort Lauderdale, Florida 33331
CHRISTINA MATTHEWS	5821 S.W. 163rd Avenue Fort Lauderdale, Florida 33331
ERIC GILREATH	5821 S.W. 163rd Avenue Fort Lauderdale, Florida 33331

ARTICLE VII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of holders of a majority of the shares of voting common stock shall be required for any amendment or repeal.

**ARTICLE VIII
CLASS VOTE**

Any merger, reorganization, consolidation, recapitalization, or dissolution of the Corporation shall require the approval of holders of a majority of the shares of voting common stock.

**ARTICLE IX
INCORPORATOR**

The name and street address of the person signing these Articles is: Deborah F. Rugg, Esquire, 3600 North Federal Highway, Third Floor, Fort Lauderdale, Florida 33308.

IN WITNESS WHEREOF, the undersigned subscriber and registered agent has executed these Articles of Incorporation this 16th day of February, 2001.

Deborah F. Rugg
Initial Subscriber and Incorporator
DEBORAH F. RUGG

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 16th day of February, 2001, by DEBORAH F. RUGG, who produced personally known as identification.

Laura M. Salansky
Notary Public, State of Florida

My Commission Expires: _____



Laura M. Salansky
MY COMMISSION # CC825244 EXPIRES
April 11, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process of the above-stated corporation, at the place set forth hereinabove. I hereby accept such designation and agree to act in such capacity and to comply with all provision of Section 607.0501 of the Florida Statutes.

Deborah F. Rugg
Registered Agent
DEBORAH F. RUGG
(Name for signature)

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 16th day of February, 2001, by DEBORAH F. RUGG, who produced personally known as identification.

Laura M. Salansky
Notary Public, State of Florida

My Commission Expires: _____

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Laura M. Salansky
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April 11, 2003
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