POLOCOUGS35



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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other
	Examiner's Initials
CR2E031(7/97)	MAY 0 9 2001



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 16, 2001

CW2, INC. 249 CAREY AVE ST PETE BEACH, FL 33706

SUBJECT: BURNAM, STILES, AND POTTS, INC.

Ref. Number: W01000008506

We have received your document for BURNAM, STILES, AND POTTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 201A00022385



Articles Of Incorporation Of Calthrop, Burnham, And Stiles, Inc.

Article I

The name of this Corporation is: Calthrop, Burnham, And Stiles, Inc.

Article II - Purpose

This Corporation is formed for the purposes of operating and transacting any and all lawful business.

Article III - Capital Stock

This Corporation is authorized to issue 100 shares of \$1.00 par value stock common stock, which shall be designated "Common Shares".

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board Of Directors of this Corporation at any regular or special meeting.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Registered Office And Agent

The street address of the principal office of this Corporation is 6011 Williamsburg Way, Tampa, Florida 33629, and the name of the initial registered agent of this Corporation is George A. Mezalis, whose address is 6011 Williamsburg Way, Tampa, Florida 33629.

Article VI - Initial Board Of Directors

This Corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial Director of this Corporation is:

George A. Mezalis 6011 Williamsburg Way Tampa, Florida 33629

Article VII - Incorporator

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

George A. Mezalis 6011 Williamsburg Way Tampa, Florida 33629

Article VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders. Every Amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders meeting by a majority of the stock entitles to vote thereon, unless all Directors and all the Shareholders sign a written statement

manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

Article IX - Removal Of Directors

The Shareholders of this Corporation shall be entitled to remove any Director from office with or without cause during his term.

Article X - Indemnification

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

Article XI - Approval Of Shareholders Required For Merger

The approval of the Shareholders of this Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

Article XII - Amendment

This Corporation reserves the right to amend or appeal any provisions contained in these Articles Of Incorporation, or any Amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

Article XIII - Effective Date

The effective date of these Articles Of Incorporation shall be May 13, 2001, and the Corporation shall be deemed formed as of this date.

Article XIV - Miscellaneous Provisions

It is the intention of the Incorporator of this Corporation that the first Board of Directors adopt a Plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss on stock of a "Small Business Corporation" which qualifies under the Code.

In Witness Whereof, the undersigned subscriber has executed these Articles of Incorporation this _2 _d_ day of May, 2001.

George A. Mezalis

State Of Florida

County Of Hillsborough

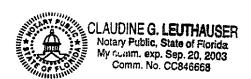
Before me, the undersigned authority, personally appeared, George A. Mezalis, known to me to be the person who executed the foregoing Articles Of Incorporation. Who presented

Drivers License as identification.

Sworn To And Subscribed before me this 20 day of May, 2001 in the county and state aforesaid.

Notary Public

My Commission Expires:



Acknowledgement Of Registered Agent

Having been named to accept service of process for Calthrop, Burnham, And Stiles, Inc. at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the previsions of said Act relative to keeping open said office.

George A. Mezalis

SECRETANT OF STATE
ALL AHASSEE, FLORID.

TILED