01000076154 OFFICE USE ONLY (Document #) LAZARUS CORPORATE FILING SERVICE (Requester's Name) 3320 S.W. 87 AVENUE 200004512472 (Aldress) -08/02/01--01036--007 MIAMI, FLORIDA (305)552-5973 ******78.75 *****78.75 (City, State, Zip) (Phone #) TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY

CORPOR	RATION NAME(s) &	DOCUMENT NUMBER(s) (in	known):	
1. <u>CA</u>	LCEUS,	INC.		<u> </u>
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	NEW FILINGS	AMENDMENTS		
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No	NonProfit Resignation of R.A., Officer/Di		/Director	M 2: 57 F STATE FLORIDA
, Lin	nited Liability	Change of Registered Agent	Change of Registered Agent	
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Other		Merger	Merger	

430	OTHER FILNGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark .
	Other

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CERTIFICATE OF INCORPORATION CALCEUS, INC.

OI AUG -2 PM 2: 57 SECRETARY OF STATE TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for The purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of Incorporation for profit.

ARTICLE 1

The name of the corporation should be:

CALCEUS, INC.

ARTICLE II

The corporation will engage in any activity or business Permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares, which the corporation is Authorize to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par Value. All stock is to be issued as fully paid and exempt from Assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the Capital stock may be governed and restricted by the by-laws Or written agreement among the stockholders which shall be On file in the office of the corporation.

ARTICLE V

The amount of capital with which its corporation may begin Doing business shall be not less than five hundred dollars (\$500.00).

ARTICLE VI

The existence of the corporation is perpetual.

ARTI CLE VII

The initial post office address of the principal office of Corporation in the State of Florida is: **7550 SW 67 Ave. Miami, Fl 33143.**

The board of directors may from time to time move the Principal office to any other address in the State of Florida. The registered address of the corporation is: 7550 SW 67 Ave. Miami, Fl 33143. Registered agent at the address is MAYRA PEREZ.

ARTICLE VIII

A board shall manage the business of the corporation Of directors consisting of no less than two and no more than Five directors. A quorum for the holding of a meeting of The board of directors and for the transactions of any Business, which will be properly done by the directors on Behalf of the corporation shall consist of majority of Members thereof; but the directors, by unanimous consent in Writing, included among the minutes of the corporation, may Consent to the doing of any act and such consent in writing Shall have the same force and effect as though the said act Had been done and authorized at a meeting at which a quorum Had been present, or such duties may be delegated to an Executive committee.

ARTICLE IX

The names and post office of the members of the first board Of directors and the slate of corporate officers

MAYRA PEREZ PRESIDENT

7550 SW 67 AVE. MIAMI, FL 33143

Stock of the corporation may be issued pursuant
To the provisions of section 1244 of the Internal Revenue Service
Code, so that the stockholders of the Corporation may receive
The benefits provided thereunder.

In witness whereof, we have hereunto set our hands and Seals, this 26TH of July year 2001.

MAYRÁ PEREZ 7550 SW 67 AVE

Miami, FI 33143

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR CRETARY OF STATE DOMICILE FOR THE SERVICE OF PROCESS WITHIN TALLAHASSEE, FLORIDA FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida.

The name of the corporation is, CALCEUS, INC. certify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida name located at 7550 SW 67 AVE, MIAMI, FL 33143 as agent to accept process in State of Florida County of MIAMI-DADE.

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.

MAYRA PEREZ

REGISTERED AGENT