

PO/000107337

October 22, 2001

FILED

01 NOV -7 PM 12: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314


Re: Carver Enterprises, Inc.

700004653097--1
-10/25/01--01042--014
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Incorporation for the above referenced, proposed Florida corporation, accompanied by my money order payable to Florida Department of State in the amount of \$78.75 to cover the filing fee and a certified copy of the articles. Please send the certified copy to the undersigned at the address indicated.

Thank you for your attention to this matter.


C. Michael Carver
PO Box 8336
Clearwater, FL 33758

WD/0000 24891

B. Mitchell

NOV 7 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 26, 2001

C. MICHAEL CARVER
POST OFFICE BOX 8336
CLEARWATER, FL

SUBJECT: CARVER ENTERPRISES, INC.
Ref. Number: W01000024891

We have received your document for CARVER ENTERPRISES, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6930.

Barbara Bostick
Document Specialist
New Filings

Letter Number: 401A00059018

**ARTICLES OF INCORPORATION
OF
CARVER ENTERPRISES OF CLEARWATER, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Corporation hereby forms a corporation for profit under Chapter 607, Florida Statutes.

Article I – Name

The name of the Corporation is Carver Enterprises of Clearwater, Inc.

Article II – Purpose

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article III – Effective Date/Term of Existence

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida. The Corporation shall have perpetual existence.

Article V – Principal Office

The principal office of the Corporation shall be 2699 Seville Drive #502, Clearwater, Florida 33758, and the mailing address for the Corporation shall be PO Box 8336, Clearwater, Florida 33758.

Article VI – Capital Stock

The maximum number of shares the Corporation is authorized to issue is 1000, all of which will be common shares. All common shares shall be identical with each other and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

Article VII – Initial Registered Agent and Office

The name and address of the initial Registered Agent are Brian R. Pingor, 2861 Executive Drive, Suite 200, Clearwater, Florida 34622.

Article VIII – Incorporator

The name and address of the incorporator of the Corporation are C. Michael Carver, 2699 Seville Drive, #502, Clearwater, Florida 33758.

Article IX – Initial Directors

The name and address of the initial Directors of the Corporation are:

C. Michael Carver, 2699 Seville Drive, #502, Clearwater, Florida 33758.

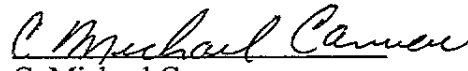
Article X – Bylaws

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

Article XI – Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation

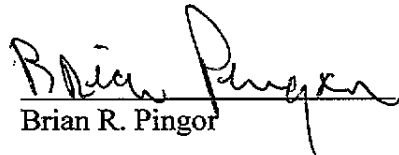
The undersigned has executed these Articles of Incorporation on this
2nd day of November, 2001.


C. Michael Carver
Incorporator

**Acceptance of Registered Agent
Designated in Articles of Incorporation**

Having been named as registered agent and to accept service of process for the above stated corporation in the foregoing Articles of Incorporation, 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.

Dated: 11/1/01


Brian R. Pingot