

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301

(904) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO2000031215

McCarthy Enterprises, Inc

400004883924-1
-02/06/02-01013-026
*****78.75 *****78.75

RECEIVED

02 FEB -6 PM 1:41

DEPARTMENT OF STATE
BUREAU OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: SW

Name _____

Date 2/6

Time _____

Walk-In _____

Will Pick Up _____

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____ **EFFECTIVE DATE**
- _____ Fictitious Name File 02-05-02
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File W02-3568
- _____ UCC 11 Search **J. BRYAN FEB 6 2002**
- _____ UCC 11 Retrieval _____
- _____ Courier 3/21/02

FILED
2002 FEB -6 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2002 FEB -6 PM 3: 34

SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 6, 2002

CAPITAL CONNECTION, INC.

SUBJECT: MCCARTHY ENTERPRISES INC.
Ref. Number: W02000003568

We have received your document for MCCARTHY 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):

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 002A00007437

Corrected

RECEIVED
02 MAR 21 PM 1: 23
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
McCARTHY ENTERPRISES INC.

FILED
2002 FEB -6 PM 3: 34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is McCARTHY ENTERPRISES INC.
The principal place of business is 601 North Ocean Blvd Ste. 402, Boca Raton, FL 33432.

EFFECTIVE DATE
02-05-02

ARTICLE II
DURATION

This corporation shall have perpetual existence which shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III
PURPOSES

The corporation may engage in all lawful business permitted under the laws of the State of Florida.

ARTICLE IV
AUTHORIZED SHARES

The capital stock of this corporation shall consist of 500 shares of Common Shares of One (\$1.00) Dollar par value each, all or part of said stock to be issued from time to time as may be

determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE V
BOARD OF DIRECTORS

1. The By-laws may provide for the increase or decrease in the number of Directors from time to time, provided that the number of directors shall never be less than one (1).

2. The corporation shall initially have one (1) Director. The name and address of the initial Director is as follows:

NAME	ADDRESS
John McCarthy	601 North Ocean Boulevard #402 Boca Raton, Florida 33432

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

John McCarthy
601 North Ocean Boulevard
#402
Boca Raton, Florida 33432

ARTICLE VII
ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and the creating, dividing, limiting, and regulating the powers of the corporation, its stockholders and Directors are hereby adopted as a part of these Articles of Incorporation:

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by applicable statute or authorized by the Board of Directors or by resolution of the stockholders. The initial office of the corporation shall be located at 601 North Ocean Boulevard #402 Boca Raton, Florida 33432

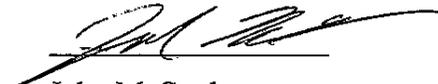
2. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director, to the fullest extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. These Articles of Incorporation may be altered or amended by resolution of the Board of Directors and presented to and approved by, or by resolution by, the holders of a majority of the outstanding Common Stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Boca Raton, Florida, Palm Beach County, Florida, for the uses and purposes aforesaid this 5th day of February, 2002.


John McCarthy

STATE OF FLORIDA)

SS:

COUNTY OF PALM BEACH)

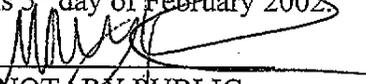
BEFORE ME, the undersigned authority, personally appeared John McCarthy, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and she has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein expressed. Further, he produced a D.L. as identification and did not take an oath.

IN WITNESSES WHEREOF, I have hereunto set my hand and affixed my official seal at Boca Raton, Florida ,Palm Beach County this 4th day of February, 2002


Jon McCarthy

BEFORE ME, the undersigned authority, personally appeared John McCarthy who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and she has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein expressed. Further he produced a Drivers Lic as identification and did not take an oath.

IN WITNESSES WHEREOF, I have hereunto set my hand and affixed my official seal, at Boca Raton, Palm Beach County, Florida, this 5th day of February 2002.


NOTARY PUBLIC
State of Florida at Large
My commission expires:



FILED

2002 FEB -6 PM 3: 34

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607, Florida Statute, the following is submitted in compliance with said act:

McCARTHY ENTERPRISES INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Boca Raton, County of Palm Beach, State of Florida has named John McCarthy, located at 601 North Ocean Boulevard #402 Boca Raton, Florida 33432 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office and I accept the obligations of Chapter 607 of the Florida Statutes.

By:


John McCarthy, Registered Agent