

ABANCH 225

(Requestor's Name)

LOWERY BALLEW
2241 MONROE STREET
SUITE #2
HOLLYWOOD, FL 33020-5394

(Address)

(City/State/Zip/Phone #)

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**ARTICLES OF INCORPORATION
OF
CAT BALLEW INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I- NAME

The name of this corporation is *Cat Ballew Inc.*

ARTICLE II- PURPOSE OF CORPORATION

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

ARTICLE III- PRINCIPAL OFFICE

The address of the principal office of this Corporation is 2241 Monroe Street, #2, Hollywood, FL 33020-5394, and the mailing address is 2241 Monroe Street, #2, Hollywood, FL 33020-5394.

ARTICLE IV - INCORPORATOR

The name and street address of the Incorporator of this Corporation is:

International Consultants & Investment Group Limited Corp.
6278 N. Federal Highway
Suite 170
Fort Lauderdale, FL 33308

ARTICLE V - OFFICERS

The officers of the Corporation shall be:

President : Lowery Ballew
Vice President: Lowery Ballew
Secretary: Lowery Ballew
Treasurer: Lowery Ballew

Whose addresses shall be the same as the principal office of the Corporation.

ARTICLE VI - DIRECTOR (S)

The Director(s) of the Corporation shall be:

Lowery Ballew
George Elia

Whose addresses shall be the same as the principal office of the Corporation.

ARTICLE VII - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE MILLION (1,000,000)** shares of common stock, each share having the par value of .001 and **FIFTY THOUSAND (50,000)** of preferred stock, each share having the par value of 1.00.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorize, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the by laws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VIII - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE IX - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law of these Articles of Incorporation.

ARTICLE X - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE XI - REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporations the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person. Whether or not the Corporation shall have notice thereof.

ARTICLE XII - REGISTERED OFFICE AND REGISTERED AGENT

The Initial address of registered office of this Corporation is 2241 Monroe Street, #2, Hollywood, FL 33020-5394. The name and address of the registered agent of this Corporation is Lowery Ballew, 2241 Monroe Street, #2, Hollywood, FL 33020-5394.

ARTICLE XIII - BYLAWS

The Board of Director(s) 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 Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

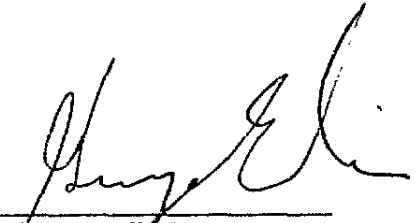
ARTICLE XIV - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approved of the Secretary of State, State of Florida.

ARTICLE XV - AMENDMENT

The Corporation reserves the right to amend, 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 to 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.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Articles of Incorporation under the laws of the
State of Florida this 4/7/03.


George Elia, Incorporator

Lowery Ballew, having a business office identical with registered office
of the Corporation name above, and having been designated as the Registered Agent in
the above and foregoing Articles of Incorporation, is familiar with and accepts the
obligations of the position of Registered Agent under the applicable provisions of the
Florida Statutes.


Lowery Ballew, Registered Agent

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