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NEW FILINGS	AMENDMENTS			
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OTHER FILINGS	REGISTRATION/ QUALIFICATION		3/95	
Annual Report	Foreign			
Fictitious Name	Limited Partnership			
Name Reservation				

### ARTICLES OF INCORPORATION

of

### CHARMAC, INC.

I - NAME

The name of this corporation is CHARMAC, INC.

# 95 JAN 12 MILLIS SESSEE FLORIDA

### II - TERM

The term for which this corporation shall exist shall be perpetual.

### III - PURPOSE

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

To purchase, acquire, hold, improve, sell, convey, assign, lease, mortgage, encumber, hire and deal in real and personal property of every name and nature.

To buy, lease, build, erect, equip, operate, maintain, repair and sell homes, apartment houses, residence buildings, office buildings and stores of all kinds and nature or any portion thereof.

To purchase, acquire, hold, seil, assign and transfer, mortgage, pledge and otherwise dispose of the shares of stock, bonds, debentures or other evidences of indebtedness of any corporation, domestic or foreign, and while the owner thereof, to exercise all the rights and privileges of ownership, including the right to vote thereof, and to issue in exchange therefor its own stock, bonds and other obligations.

To own, lease, rent operate and manage hotels, apartment houses, restaurants, taverns, bars, drug stores, barber shops, garages for motor vehicles, manufacturing plants, distribution and assembly plants, laundry and dry cleaning services, newsstands, dance halls, theaters and other places of public entertainment.

To own, lease, use, experiment in, buy, sell, and develop patents and patent rights of all kinds and for items, objects, products, mechanisms and goods of all kinds and nature and to deal in, manufacture, distribute and sell and buy, such patents and patent rights and such other

items, objects, products, mechanisms and goods, and to enter into contracts for the purchase, sale, disposition and traffic in same, both as principal and as agent.

To buy, sell, trade, manufacture, assemble, and deal in and with goods, were and merchandise of every kind and nature; a carry on such business as wholesalers, retailers, importers and exporters, to acquire all such merchandise, supplies, materials and other articles as shall be necessary of incidental to such business.

That of engaging in and carrying on the general contracting, construction, repair and maintenance business; the building and erection for itself or for others of any and all structures of any kind and character or any portion of any structure; the manufacturing of any and all products for use in building and construction of every kind and character; and to engage in and carry on any or either of the businesses, and have, exercise and enjoy the powers and privileges granted to corporations for profit by Chapter 607, Florida Statutes 1993, as amended.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects or for the furtherance of any of the powers herein set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part thereof; provided, that the same be not inconsistent with the laws under which this corporation is organized.

### IV - STOCK

The corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shares shall be designated "Common Stock".

### V - PRINCIPAL OFFICE/PLACE OF BUSINESS

The street address of the initial principal office and place of business of this corporation is 2030 N.W. 91st Terrace, Pembroke Pines, Florida 33024; and the name of the initial registered agent of this corporation at that address is VERNA McCARTHY. The mailing address of the business is P.O. Box 8642, Pembroke Pines, Florida 33084.

### VI - BOARD OF DIRECTORS

This corporation shall have as directors initially those persons who are designated in this Article below. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than One (1) nor more than Five (5). The name(s) and address(es) of the initial director(s) of this corporation is (are):

NAME

**ADDRESS** 

Verna McCarthy

2030 N.W. 91st Terrace Pembroke Pines, FL 33024

Amelia Charles

7338 Pepper Pike Drive

Miami, FL 33015

### VII - CORPORATE OFFICERS

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

President:

Amelia Charles

7338 Pepper Pike Drive, Miami, FL 33015

Secretary:

Verna McCarthy

2030 N.W. 91st Terrace, Pembroke Pines, FL 33024

### VIII - INCORPORATOR

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

Verna McCarthy 2030 N.W. 91st Terrace Pembroke Pines, Florida 33024

### IX - SALE OF STOCK

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

if, at any time, any of the stockholders desire to sell their stock, said stockholder or stockholders shall first offer it, in writing, to the Board of Directors, stating prices and terms, and give the Board of Directors Thirty (30) days in which to place it with the stockholders. At the expiration of Thirty (30) days, if no stockholder has purchased and settled for same, said stockholder or stockholders shall have the right to sell to whomever will purchase for the same sum and prices for which it was offered to the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1 day of January, 1995.

WERNA McCARTHY, Incorporator

STATE OF FLORIDA )

COUNTY OF BROWARD

SWORN TO AND SUBSCRIBED BEFORE ME, on January 7, 1995, a Notary Public authorized to take acknowledgments in the state and county set forth above, by VERNA McCARTHY,

who is personally known to me who produced a valid drivers license or who produced a valid drivers license or who produced as identification and who did take an oath.

Accurately factorized to take acknowledgments in the state and county set forth above, by VERNA McCARTHY,

who is personally known to me who produced a valid drivers license or who produced before the country factorized to take an oath.

My Commission Expires:

OFFICIAL NOTARY SEAL LORENE SEELER YOUNG NOTARY PUBLIC STATE OF FLORIDA

COMMISSION NO. CC406001 MY COMMISSION EXP. SEPT 11,1998

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

In compliance with Section 48,091, Florida Statutes, the following is submitted:

THAT CHARMAC, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of Business at City of Pembroke Pines, State of Florida, has named VERNA McCARTHY located at 2030 N.W. 91st Terrace, Pembroke Pines, FL 33024, as its Agent to accept Service of Process within Florida.

By You M. C. fly VERNA McCARTILY, Incorporator

DATE: January 7, 1995

HAVING BEEN NAMED to accept Service of Process for the above stated corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with and understand the duties and obligations of acting as a Registered Agent in the State of FLorida. I agree to act in this capacity, and I further agree to comply with the provisions of all Statutes and any amendments thereto relative to the proper and complete performance\_of my duties.

VERNA McCARTIIY, Registered Agent

DATE: January 7, 1995