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NEVILLE E BUTLER 1840 NE 14251 # 1B N MIHMI, FL 33181 1 000001 989541 -01/26/95--01003--013 ++++*70.75

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Annual Report		
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 30, 1995

NEVILLE E. BUTLER 1840 N.E. 142ND STREET, #1B NORTH MIAMI, FL 33181

SUBJECT: BILL BUTLER ENTERPRISES INC. Ref. Number: W95000002113

We have received your document for BILL BUTLER ENTERPRISES INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filled and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a malling address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I horeby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return 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 (904) 487-6972.

Doris Brown Document Specialist

Letter Number: 795A00003886

ARTICLES OF INCORPORATION OF BILL BUTLER ENTERPRISES INC.,

TANGE TO STORIGE THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation are to be determined in accordance with the laws of the State of Florida.

ARTICLE ONE The name of this corporation shall be : BILL BUTLER ENTERPRISES INC.,

ARTICLE TWO

This corporation shall commence existence upon the filing of these Articles of Incorporation with the Department of State, of Florida and shall have perpetual existence.

ARTICLE THREE

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:-

1. Transact any and all lawful business

2. Said corporation shall further have powers; To have perpetual succession by its corporate name; To sue and be sued, complain, and defend in its corporate name in all actions or proceedings; To have a corporate seal, which may be altered at pleasure and to use the same by causing it, or a facsimile thereof, to be impressed affixed or in any other manner reproduced; To Purchase, take, receive, lease, or otherwise acquire, own hold, improve, use and otherwise deal in and with real or ... personal property or any interest therein, wherever situated; To sell, convey, mortgage, pledge, create a security interest in lease exchange, transfer and otherwise dispose of all or any part of its property and sets; To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statue S607.141; To purchase, take, receive, subscribe for, or otherwise acquire, own hold, vote, use, employ, sell, mortgage, lend pledge or otherwise dispose of and otherwise use and deal in and with shares or other interests in or obligations, partnerships, or individuals, or direct or indirect obligations of the United

States or of any other government state, territory, governmental district or municipality or of any instrumentality thereof; To make contracts and guarantees and incur liabilities, borrow money at ruch rates of interest as the corporation may determine, issue it notes, bonds and other obligations, and secure any of its obligations by mortgage or plodge of all or any of its property, franchises and income; To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested; To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state; To elect or appoint officers and agents of the corporation and define their duties and fix compensation; To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this State for the administration and regulation of the affairs of the corporation; To make donations for the public welfare or for charitable, scientific, or educational purposes; To transact any lawful business which the board of directors shall find will be in aid of governmental policy; To pay pensious and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers and employees of its subsidiaries; To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise; To have and exercise all powers necessary or convenient to effect its purposes; To indemnify any person who by reason of the fact that he/she is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014;

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is the total sum of one hundred (100) shares, having an individual par value of One Dollar (\$1.00). Unless otherwise stated in these articles or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE FIVE

The street address of the initial registered office and the name of the initial registered agent of this corporation shall be:

Neville E. Butler 1840 N.E. 142nd St. #1B North Miami, Fl. 33181. *4 - 1 1 g#

ARTICLE SIX

The Initial Board of Directors shall consist of a total of three persons and the names and addresses of the persons who are to serve as initial directors are:-

Neville E. Butler, 1840 N.E. 142nd St. #1B, N. Miami, 33181. Neville W. Butler, 2486 N.Brunswick Ave, Fresno, Co.93722. Denise Butler, 2486 N. Brunswick Ave, Fresno, Ca. 93722.

The name and address of the incorporator executing these Articles of I. poration is:

Neville E. Butler 1840 N.E. 142nd St. #1B N. Miami, Fl. 33181.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 1/2/2 day of these articles of incorporation this_ JANUARY 19945

CLAUDETTE A. MARRYSHOW

Notary Public, State of Florida My Commission Expires Oct. 18, 1996 Commission No. CC 236473

The Principal address and the registered office address are one and the same:

> 1840 N.E. 142nd St., #1B N. Miami, Fl. 33181.

I Neville E. Butler hereby am familiar with and accepted the duties and responsibilities as registered agent for said corporation.