

Miami Paralegal Service

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Suite 103
Miami Beach, FL 33139
(305) 532-1793

P95000043982

May 25, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **THE BALFOUR COMPANY**

RECEIVED
MAY 25 1995
TALLAHASSEE, FLORIDA
*****70,000 *****70,000

Dear Sirs:

Enclosed please find two (2) original copies of the aforesaid corporation. Please file same and send back one copy of the Articles of Incorporation in the self-addressed stamped envelope that I have provided.

If you have any questions, please do not hesitate to contact me at the number listed above.

Sincerely,

JUN 7 1995 BSB

Jeff Price
Jeff Price
Managing Paralegal

Enclosures

wp60\corporate.ltr

FILED
MAY 30 PM 3:55
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

FILED

95 MAY 30 PM 3: 55

THE BALFOUR COMPANY

TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

Article I

NAME OF CORPORATION

The name of the corporation shall be:

THE BALFOUR COMPANY

Article II

NATURE OF THE BUSINESS

THE general nature of the business to be transacted by this corporation is any activities permitted under the laws of the United States of America and the State of Florida.

TO manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

TO conduct business in, have one or more offices, in, and buy, hold mortgage, sell, convey or lease or otherwise dispose of real and personal property, including franchise, patents, copyrights,

trademarks, and licenses, in the State of Florida, and in all other states and countries.

TO contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfer of corporate property, or other instruments to secure or corporate indebtedness as required.

TO purchase the corporate assets of any other corporation and engage in the same or other character of business.

TO guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by and other corporation of the State of Florida, or any other state of government, and while owners of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III

CAPITAL STOCK

THE maximum number of shares of stock that the corporation is authorized to have outstanding at any time is: 100

ARTICLE IV

INITIAL CAPITAL

THE amount of capital with which this corporation will begin business is not less, than **five hundred dollars (\$500.00)**.

ARTICLE V

TERM OF EXISTENCE

THIS is to exist perpetually.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

THE initial street address in this state of the principal office of this corporation is: **1602-A Washington Avenue, Suite 405, Miami Beach, Florida 33139**. The Board of Directors may from time to time, move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

THIS corporation shall have not less than **one (1)** director initially. The number of directors may be increased or diminished from time to time, by the stockholders.

ARTICLE VIII

INITIAL DIRECTORS

THE name and street addresses of the members of the first Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JASON BALFOUR President	1602-A Washington Ave. Suite 405 Miami Beach, FL 33139

ARTICLE IX

SUBSCRIBERS

THE names and street addresses of the subscribers of these articles of Incorporation, the number of shares of stock which they agree to take, and the value of the consideration therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
JASON BALFOUR	1602-A Washington Ave. 100 Suite 405 Miami Beach, FL 33139	100	\$1.00

ARTICLE X

REGISTERED AGENT

THE initial designation of the registered office of this corporation shall be: **1455 Washington Avenue, #38, Miami Beach, Florida 33139**, and the registered agent shall be: **JASON BALFOUR**.

PURSUANT the Florida Statutes, section 607.164 having been named to accept process for the above stated corporation, at the place designated in these articles, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



 REGISTERED AGENT

ARTICLE XI

AMENDMENT

THESE Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we the incorporators above named, have
hereunto set my hand and seal this 22 day of May 1995,
1995.

JASON BALFOUR

J. Balfour