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BRANDON & Co.

A PROFESSIONAL ASSOCIATION OF CERTIFIED PUBLIC ACCOUNTANTS

June 19, 1995

SECRETARY OF STATE
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

200001521812
-06/23/95--01044--011
***122.50 ***122.50

Re: CBA ENTERPRISES, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation and Certificate of Resident Agent for the above proposed corporation.

Also find enclosed a check in the amount of \$122.50, made payable to Secretary of State of Florida, to cover the filing fee costs.

Please return the certified copy of the Articles of Incorporation to this office as soon as possible.

Thanking you in advance for your assistance in this matter.

Sincerely,

Charles F. Brandon, CPA

Charles F. Brandon, CPA

CFB:crm

Enclosure

FILED
95 JUN 23 AM 9:31
TALLAHASSEE, FLORIDA

D. BROWN JUN 28 1995

MEMBERS

Florida Institute of Certified Public Accountants • American Institute of Certified Public Accountants • Institute of Management Accountants
2490 E. COMMERCIAL BOULEVARD • FORT LAUDERDALE, FLORIDA 33308 • TELEPHONE (305) 771-2400 • TELEFAX (305) 771-1024

ARTICLES OF INCORPORATION

- OF -

CBA ENTERPRISES, INC.

FILED
95 JUN 23 AM 9:31
TALLAHASSEE, FLORIDA

We, the undersigned, acting as Incorporators for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formulation, liability, rights and privileges and immunities of a corporation for profit.

Article I

The name of the corporation shall be **CBA ENTERPRISES, INC.**

Article II

The principal office of this corporation shall be situated at 2148 NE 27th Drive, Wilton Manors, FL 33305. Said corporation shall have the rights and privileges of business in such states of the United States and foreign countries whenever the Board of Directors may from time to time order and establish.

Article III

The street address of this corporation's initial registered office will be 2148 NE 27th Drive, Wilton Manors, FL 33305 and the name of its initial registered agent will be **CLARENCE B. ARNOLD, JR.** at such address.

Article IV

The nature of the business and the purposes to be transacted are to engage in and to have unlimited power to do any lawful act concerning any of all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Law.

Article V

The total authorized capital stock of this corporation shall be \$10,000, divided into a maximum of 10,000 shares, which shall be of common stock of par value of \$1.00 each, fully paid and non-assessable.

All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

In case a stockholder desires to sell his share or shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention hereof to give them a preference in the purchase of same, and any attempted sale in violation of this provision shall be null and void. A stockholder desiring to sell his stock shall file notice in writing of his intention with the Secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders, or the corporation, within six months thereafter they shall be deemed to have waived their privilege of purchasing, and he shall be at liberty to sell to anyone else, according to the same terms as filed with the corporation.

Article VI

The amount of capital with which the corporation shall commence business shall not be less than \$500.00

Article VII

This corporation shall have perpetual existence, unless sooner dissolved according to law.

Article VIII

The business of this corporation shall be conducted by a Board of Directors consisting of one or more persons.

The officers of this corporation shall be a President, a Secretary, and a Treasurer, and such other officers as shall be appointed in accordance with the By-Laws of this corporation.

Article IX

The names and addresses of the members of the first Board of Directors, who shall hold office from the organization of this corporation to the first annual meeting, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
CLARENCE B. ARNOLD, JR.	2148 NE 27th Drive Wilton Manors, FL 33305
BARBARA L. ARNOLD	2148 NE 27th Drive Wilton Manors, FL 33305

Article X

The following shall hold office named until their successors shall be regularly elected and shall be qualified:

<u>NAME</u>	<u>ADDRESS</u>
CLARENCE B. ARNOLD, JR. President	2148 NE 27th Drive Wilton Manors, FL 33305
BARBARA L. ARNOLD Secretary/Treasurer	2148 NE 27th Drive Wilton Manors, FL 33305

Article XI

The names and addresses of the Incorporators signing these Articles of Incorporation are:

NAME	ADDRESS
CLARENCE B. ARNOLD, JR.	2148 NE 27th Drive Wilton Manors, FL 33305

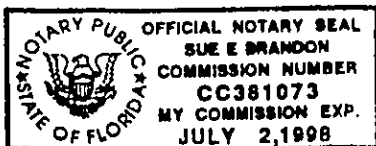
IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation at Fort Lauderdale, Broward County, this 15th day of JUNE, 1995.



Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared CLARENCE B. ARNOLD, JR. to me well known and known to be the person who executed the foregoing Articles of Incorporation, and ~~they~~ ^{he} acknowledged to and before me that ~~he~~ ^{he} executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of June, 1995.




Sue E. Brandon
Notary Public, State of Florida

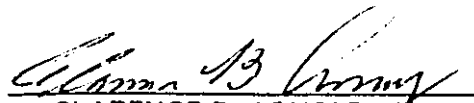
CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DCMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

CBA 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 Fort Lauderdale, County of Broward, State of Florida, has named **CLARENCE B. ARNOLD, JR.** located at 2148 NE 27th Drive, Wilton Manors, FL 33305 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 agree to comply with the provisions of said Act relative to keeping open said office.


CLARENCE B. ARNOLD, JR.,
Resident Agent

1991 JUN 23 11 5:33
CLARENCE B. ARNOLD, JR.