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DAVID H. THOMAS

ATTORNEY AT LAW

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Fort Myers, Florida 33901
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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JULY 10, 1995

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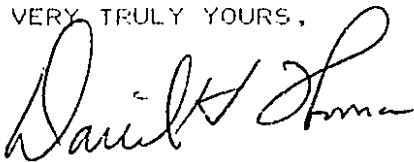
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

DEAR SIR :

ENCLOSED PLEASE FIND THE ARTICLES OF INCORPORATION FOR
CARLTON CORPORATION, INC. THE COMPANY'S CHECK IN THE AMOUNT OF
478.75 FOR THE FILING FEE, CERTIFICATE OF STATUS AND REGISTERED
AGENT DESIGNATION IS ENCLOSED.

YOUR COOPERATION IN FILING AND RETURNING THE ENCLOSED COPY
AS FILED WILL BE APPRECIATED.

VERY TRULY YOURS,



DAVID H. THOMAS
DHT\dm

W95-14600

N HENDRICKS JUL 28 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 20, 1995

DAVID THOMAS
2530 2ND ST.
FT. MYERS, FL 33901

SUBJECT: CARLTON CORPORATION, INC.
Ref. Number: W95000014600

We have received your document for CARLTON CORPORATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000. — NAME CHECKED

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) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 595A00034690

ALSO PLEASE SEND COPY TO:

CARL OSTERTAG
3347 SE 16 PL
CAPE CORAL FL 33904
OR FAX 941 542 4715

409 E GAINES ST

32399

ARTICLES OF INCORPORATION
OF
CARLSEN COMMERCIAL, INC.

FILED
95 JUL 27 11:10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, FOR THE PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DOES HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I

THE NAME OF THE CORPORATION IS: CARLSEN COMMERCIAL, INC.

ARTICLE II

THE DURATION OF THE CORPORATION IS PERPETUAL.

ARTICLE III

THE CORPORATION SHALL COMMENCE ITS CORPORATE EXISTENCE AT 201 MARION AVENUE, PUNTA GORDA, FLORIDA

ARTICLE IV

THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED SHALL BE THE TRANSACTION OF ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE LAWS OF THE UNITED STATES AND THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE V

THE AGGREGATE NUMBER OF SHARES OF STOCK WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS ONE HUNDRED (100) SHARES OF NO PAR VALUE COMMON STOCK.

ARTICLE VI

THE STREET ADDRESS OF THE ORIGINAL REGISTERED OFFICE OF THE CORPORATION IS: 201 MARION AVENUE, PUNTA GORDA, FLORIDA .

SECOND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS :
CARL OSTERTAG

ARTICLE VII

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS ONE (1). THE NAME OF AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

NAME: CARL OSTERTAG ADDRESS: 201 MARION AVENUE PUNTA GORDA, FLORIDA

ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

NAME: CARL OSTERTAG ADDRESS: 201 MARION AVENUE, PUNTA GORDA, FLORIDA

EXECUTED BY THE UNDERSIGNED AT FORT MYERS, FLORIDA ON THIS THE DAY OF JULY, 1995.

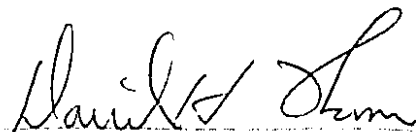

CARL OSTERTAG
(INCORPORATOR)

STATE OF FLORIDA)
COUNTY OF LEE)

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, AN OFFICER DULY AUTHORIZED IN THE STATE OF FLORIDA AND COUNTY AFORESAID TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED CARL OSTERTAG, TO ME WELL KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE LAST AFORESAID THIS THE 24th DAY OF JULY, 1995.

DAVID H. THOMAS
Notary Public, State of Florida
My Comm. Expires Mar. 20, 1998
No. CC 357583
Bonded thru Official Notary Service


NOTARY PUBLIC

COMMISSION EXPIRES:

(NOTARY SEAL)

CERTIFICATE DESIGNATING RESIDENT AGENT
UPON WHOM PROCESS MAY BE SERVED

PURSUANT TO CHAPTER 48.091, FLORIDA STATUTES, CARLSEN COMMERCIAL, INC.,
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
REGISTERED OFFICE AT 201 MARION AVENUE, PUNTA GORDA, FLORIDA AS INDICATED
IN THE ARTICLES OF INCOPORATION, DESIGNATED CARL OSTERTAG, AS ITS
REGISTERED AGENT AT THE FOREGOING ADDRESS 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 PROVISION OF SAID ACT
RELATIVE TO KEEPING OPEN SAID OFFICE.

BY:

Paul A. H. Luke
REGISTERED AGENT

95 JUL 27 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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