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TRANSMITTAL LETTER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Filing Articles of Incorp

I enclose an original and 1 copy(ies) of the
Articles of Incorporation for the above corporation and a
check in the amount of \$ 122.50.

From: CLIFFORD, INC.
CLC, Inc
Name 422 Fleming St
Address Key West, 33040
City 305 State 292-0039 Zip
Telephone Number

600001970836
-10/10/96--01030--008
***122.50 ***122.50

~~10/16-21113~~
~~PH~~
~~10/14/96~~
PH 10/29/96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 14, 1996

MICHELLE C. CLAUSON
422 FLEMING ST
KEY WEST, FL 33040

SUBJECT: C.L.C., INC.
Ref. Number: W96000021713

*Please replace
with new name
Clifford, Inc.
see enclosed
Articles.*

CLIFFORD, INC.

We have received your document for C.L.C., INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 696A00046630

ARTICLES OF INCORPORATION
OF
CLIFFORD, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

CLIFFORD, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

422 FLEMING ST.
KEY WEST, FL 33040

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000). Such shares shall be of a single class and shall have NO par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

MICHELLE C. CLAUSON
422 FLEMING ST.
KEY WEST, FL 33040

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

CHRISTINA L. CLIFFORD
1624 BERTHA ST. #3
KEY WEST, FL 33040

ARTICLE VI DIRECTOR

The corporation shall have ONE director. The name and address of the initial director of the corporation is :

CHRISTINA L. CLIFFORD
1624 BERTHA ST. #3
KEY WEST, FL 33040

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

The undersigned has executed these Articles of Incorporation this 22nd day of Oct 1996


CHRISTINA L. CLIFFORD, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1. The name of the Corporation is:

CLIFFORD, Inc.

2. the name & address of the registered agent & office is:

**MICHELLE C. CLAUSON
422 FLEMING ST.
KEY WEST, FL. 33040**

HAVING been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

DATED 10/22/96


REGISTERED AGENT