

ACCOUNTING, BOOKKEEPING & TAX SERVICES

One S. Ocean Blvd. #212
Boca Raton, FL 33432
TEL: (561) 362-0491

P.O. Box 728
Boca Raton, FL 33429
FAX: (561) 394-5134

National Society of Tax Professionals

P96000092595

June 15, 1996

Secretary of State
Division of Corporation
Tallahassee, FL 32399

Dear sirs,

300001973913--2
-10/15/96--01094--005
****122.50 ****122.50

Please find enclosed the articles of incorporation for CNL, Inc.
Along with a check in the amount of \$122.50 for the filing fees.

Please send return the certificate and articles to the address above.
Thank you for your cooperation to our request.

Sincerely yours,

Andre K. Kattouna

502-672

~~W96-22015~~

~~W96-23018~~

Dmc
11/12/96

FILED
96 NOV -8 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 16, 1996

CNL, INC.
ATTN: ANDRE K.KATTOURA
POST OFFICE BOX 728
BOCA RATON, FL 33429

SUBJECT: CNL, INC.
Ref. Number: W96000022015

We have received your document for CNL, INC. and your check(s) totaling \$122.50. 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.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 396A00047519

October 22, 1996

SECRETARY OF STATE
DIVISION OF STATE
TALLAHASSEE, FL 32399

Ref: CNL, INC.
Number. W96000022015


Dear Sirs,

We are in receipt of your correspondence dated October 16, 1996 for the above referenced new corporation that the name is not available.

Please note that we have changed the name into **CNL International, Inc.**

Thank you for your cooperation in this matter.

Sincerely yours,


Andre K. Kattoura
KATTOURA & ASSOCIATES, INC.

RECEIVED
96 OCT 28 PM 4:15
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 29, 1996

ANDRE K. KATTOURA
P.O. BOX 728
BOCA RATON, FL 33429

SUBJECT: CNL INTERNATIONAL, INC.
Ref. Number: W96000023018

We have received your document for CNL INTERNATIONAL, INC. and your check(s) totaling \$122.50. 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.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 796A00049892

KATTOURA & ASSOCIATES, INC.
ACCOUNTING, BOOKKEEPING & TAX SERVICES

One S. Ocean Blvd. #212
Boca Raton, FL 33432
TEL: (561) 362-0491

National Society of Tax Professionals

P.O. Box 728
Boca Raton, FL 33429
FAX: (561) 394-5134

November 6, 1996

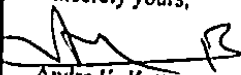
Florida Department Of State
Division of Corporation
Tallahassee, FL 32314

Ref Number :W96000023018

Dear Sirs,

We have changed the name to **CNLM INTERNATIONAL, INC.** please make the necessary changes.
If you have any further questions, please do not hesitate to contact us.

Sincerely yours,


Andre K. Kattoura

ARTICLES OF INCORPORATION
OF

CNLM INTERNATIONAL, INC.

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1. NAME. The name of the corporation is: CNLM INTERNATIONAL, INC..

ARTICLE 2. DURATION. The duration of the corporation is perpetual.

ARTICLE 3. PURPOSE. The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE 4. CAPITAL STOCK. The aggregate number of shares which the corporation is authorized to issue is 1000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE 5. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial principal office of the Corporation is 431 S.E. 19th Ave. #1, Pompano Beach, FL 33060, and the name and address of its initial Registered Agent is Camille Nehme, 431 S.E. 19th Ave. # 1, Pompano Beach, FL 33060.

ARTICLE 6. INITIAL BOARD OF DIRECTORS. The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

1. Lina Haddad

431 S.E. 19th Ave. # 1
Pompano Beach, FL 33060

2. Camille Nehme

431 S.E. 19th Ave. # 1
Pompano Beach, FL 33060

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SECRET
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

INTERNATIONAL
INC.

The undersigned hereby accepts the appointment as Registered Agent of
INC. which is contained in the foregoing Articles of Incorporation.

Dated this 6 day of 13, 1996.


Registered Agent