

P970000 75 337

EFFECTIVE DATE
8/25/97

TRANSMITTAL LETTER

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

300002279593--1
-08/28/97--01052--007
****122.50 ****122.50

SUBJECT: CALEBE IMPORT & EXPORT, INC.
(Proposed corporate name)

Enclosed please find an original and one (1) copy of the
Articles of Incorporation for the above corporation and a
check in the amount of \$122.50.

FROM: ACCOUNTING PROFESSIONALS GROUP, INC.
6220 S. ORANGE BLOSSOM TRAIL, SUITE 142
ORLANDO, FLORIDA 32809
(407) 856-1906

Angel Shapiro
GAVE

AUTHORIZATION BY PHONE TO

CORRECT

DATE

DOC. EXAM

*art. x - add title
to name*
8/29/97
TM

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

97 AUG 28 PM 2:19

FILED

Note: Additional copy of Articles is needed only when
certified copy is requested.

TM- 8/29/97

EFFECTIVE DATE
8/25/97

ARTICLES OF INCORPORATION
OF
CALEBE IMPORT & EXPORT, INC.

ARTICLE I - NAME

The name of this Corporation is CALEBE IMPORT & EXPORT, INC.
initial address: 7041 Grand National Dr. Ste 128-A, Orlando, Florida
32819.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing
on August 25, 1997.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted
under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 200 shares
of Five (\$5.00) Dollar par value common stock, which shall be
designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and
office of this Corporation is Christine Elaine Wendorff,
7041 Grand National Dr. Ste 128-A, Orlando, Florida 32819.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Directors, initially. The number of Director/s may be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Christine Elaine Wendorff	7041 Grand National Dr. Ste 128-A Orlando, Florida 32819
Ronald Trindade Wendorff	7041 Grand National Dr. Ste 128-A Orlando, Florida 32819

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the

price at which it is offered to others.

ARTICLE X - INCORPORATOR

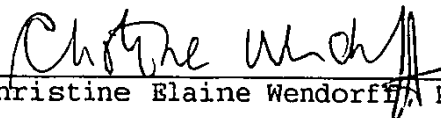
The name and address of the person signing these Articles is

Christine Elaine Wendorff, 7041 Grand National Dr. Ste 128-A, Orlando,
Florida 32819. (President)

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25th day of August, 1997.



Christine Elaine Wendorff, President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES,

DATED THIS 25th DAY OF August, 1997.

Agent

By 
Christine Elaine Wendorff, Registered

FILED
97 AUG 28 PM 2:19
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

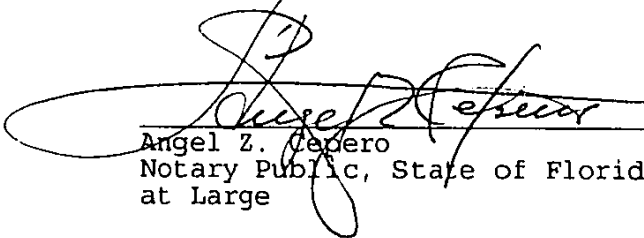
STATE OF FLORIDA

ORANGE COUNTY

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Christine Elaine Wendorff, known to me and known by me to be the person who, as Incorporator of CALEBE IMPORT & EXPORT, INC., and she acknowledged before me that she executed those Articles of Incorporation.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Christine Elaine Wendorff, known to me and known by me to be the person who, as Registered Agent of CALEBE IMPORT & EXPORT, INC., and accepts the obligations and duties of the position of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 25th, day of August, 1997.


Angel Z. Cepero
Notary Public, State of Florida
at Large

My Commission Expires:

