

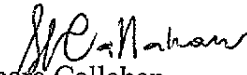
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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

97 NOV 14 AM 10:10
FILED
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

Please find enclosed our check in the amount of \$122.50 to cover Incorporation and franchise fees for Callahan Corporation.

Very truly yours,


Siomara Callahan
Registered agent for
Callahan Corporation
3948 NW 94 Ter
Sunrise, FL 33351

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F. CHAMBERLAIN NOV 18 1997

CERTIFICATE OF INCORPORATION

FOR

CALLAHAN CORPORATION

We, the undersigned, hereby associate ourselves together 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 said State of Florida.

Article I

The name of the corporation shall be Callahan Corporation.
and located at 3948 NW 94 Ter, Sunrise, Fl 33351.

Article II

The corporation shall have perpetual existence.

Article III

The general nature of business to be transacted by the corporation shall be . . . but not limited to the import and / or export of products.

Article IV

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time, shall be 1000 shares @ \$1.00 par value.

Article V

The initial registered office of the Corporation shall be:

3948 NW 94 Ter

Sunrise, Fl 33351

and the initial registered agent of the corporation shall be Siomara Callahan.

Article VI

Pursuant to the authority of F.S. 607.111, the Corporation shall be managed by the stockholders, rather than a Board of Directors.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

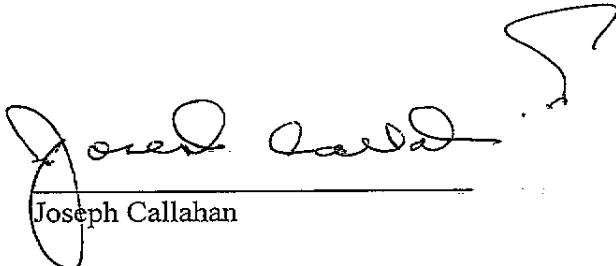
Article VII

The name of and street addresses of each incorporator to these Articles of Incorporation, are as follows:

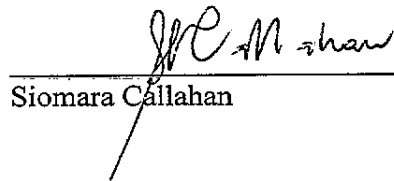
Joseph Callahan
3948 NW 94 Ter
Sunrise, FL 33351

Siomara Callahan
3948 NW 94 Ter
Sunrise, FL 33351

In witness whereof, we have here unto set our hands and our seal this 10 th day of November
A.D. 1997.



Joseph Callahan
State of Florida:

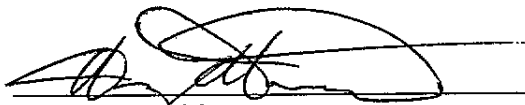


Siomara Callahan

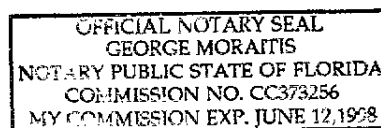
County of Dade:

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgement. personally appeared: Joseph Callahan and Siomara Callahan to me well known to be the person described as Incorporator in and who executed the foregoing Articles of Incorporation, and he acknowledged before me, according to law, that he subscribed to those Articles of Incorporation.

Witness my hand and official seal, the county and state aforesaid, this 10 th day of November
, A.D. 1997.



George Moraitis
Notary Public- Florida at large



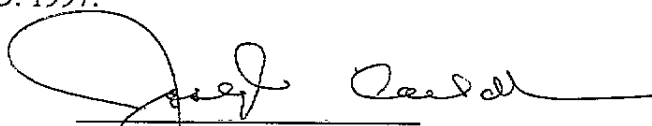
Designation of Registered office and registered agent.

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

Callahan Corporation.

desiring to organize under the laws of the State of Florida, with its Registered office, as indicated in the Articles of Incorporation, has named Siomara Callahan located at 3948 NW 94 Ter Sunrise, Fl 33351 as its agent to accept service of process within said state.


This 10 th day of November , A.D. 1997.



Joseph Callahan
President

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 all Statutes relative to the proper and complete performance of my duties.

This 10 th day of November , A.D. 1997



Siomara Callahan
Registered agent of
Callahan, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA