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COLEMAN C. SWEET
Attorney at Law
6113 PLANTATION ROAD
PLANTATION, FLORIDA
33317

TELEPHONE: (954) 587-1162

Nov. 13, 1997

EFFECTIVE DATE

1/5/98

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-11/17/97--01077--001
****140.00 *****70.00

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

Gentlemen:

Re: CLIFFWELL, INC., a Florida Corporation.

I enclose Articles of Incorporation on the above named corporation, together with my check for \$70. to cover filing fees with or without certified copy.

If the above suggested name is unavailable for corporate purposes at this time, please substitute the name CLIFFBROOK, and make the necessary corrections in the articles of Incorporation, issuing the Charter in the available name. Please return conformed copy showing filing date.

Your prompt attention will be appreciated.

Yours very sincerely,

Coleman C. Sweet
Coleman C. Sweet

CCS: daj

Enclosure

FILED
97 NOV 17 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/20/97

ARTICLES OF INCORPORATION
OF

CLIFFWELL, INC.

EFFECTIVE DATE

1/5/98

I, COLEMAN C. SWEET, the single incorporator of the above indicated corporation, hereby publish and deliver to the Department of State the following Articles of Incorporation for a Florida corporation for profit.

ARTICLE I

The name of the corporation shall be the above. The principal place of business shall be 8464 N.W. 2nd Street, Coral Springs, Florida 33071. As an alternative name, Cliffbrook, may be substituted.

ARTICLE II

The general nature of the business to be transacted will be in the purchase of and the investment in real property, or real property interest, for the purpose of resale, development, or holding as an investment; or for any lawful business authorized by Chapter 607, Florida Statutes.

ARTICLE III

The maximum authorized capital stock of this corporation shall be the following shares of common stock with the par value per share as stated:

SHARES: Par Value: _____
No Par Value: 100

ARTICLE IV

The corporation shall have a perpetual existence commencing on January 5, 1998 until dissolved.

ARTICLE V

The initial registered office of this corporation and the name of its initial registered agent for substitute service at such address is:

COLEMAN C. SWEET
221 S. Andrews Avenue
Ft. Lauderdale, Florida 33301

ARTICLE VI

The number of directors of this corporation shall be not less than one and not more than five.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The name and address of the incorporator is:

NAME

Coleman C. Sweet

ADDRESS


6113 Plantation Road
Plantation, Florida 33317

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

Pursuant to F.S. 48.091 (1989), the aforesaid corporation names the above registered agent (designated in Article V) as its agent to accept substitute service of process.

IN WITNESS OF THE FOREGOING, I have hereunto set my hand at Fort Lauderdale, Florida this 13th day of NOVEMBER, 1997.


Coleman C. Sweet

STATE OF FLORIDA)
COUNTY OF BROWARD) SS.:

I CERTIFY that COLEMAN C. SWEET, the above-named incorporator, personally appeared before me, the undersigned authority; that he is known to me to be the person so named, and he acknowledged to me that he executed the foregoing Articles of Incorporation.

WITNESS my hand and seal this 13th day of NOVEMBER, 1997.



Notary Public of the State of Florida

My commission Expires:

ACCEPTANCE OF DESIGNATION AS
RESIDENT AGENT

COLEMAN C. SWEET, named above for the purpose of accepting substitute service of process for the corporation at the place so designated, accepts and agrees to comply with the provisions of F.S. 48.091 relative to keeping required office hours.

Dated this 13th day of NOVEMBER, 1997.


Coleman C. Sweet
Registered Agent

