

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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FILING

Articles

1.) Commonwealth Holdings International Ltd., Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

12/19

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*****70.00 *****70.00

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

COMMONWEALTH HOLDINGS INTERNATIONAL LTD., INC.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6969 SOUTH TAMiami TRAIL
SARASOTA, FLORIDA 34231

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

4000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

BARBARA K. SMITH
6969 SOUTH TAMiami TRAIL
SARASOTA, FLORIDA 34231

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

BARBARA K. SMITH
6969 SOUTH TAMiami TRAIL
SARASOTA, FLORIDA 34231

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18th day of DECEMBER, 19 97

Barbara K. Smith

Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
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: COMMONWEALTH HOLDINGS INTERNATIONAL LTD., INC.

2. The name and address of the registered agent and office is:

BARBARA K. SMITH

(NAME)

6969 SOUTH TAMiami TRAIL

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

SARASOTA, FLORIDA 34231

(CITY/STATE/ZIP)

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 I am familiar with and accept the obligations of my position as registered agent.

Barbara K. Smith

BARBARA K. SMITH (SIGNATURE)

12-18-97
(DATE)

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342314

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314