

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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DIVISION OF CORPORATIONS
97 DEC 26 AM 10:26

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-12/26/97--01004--001
*****70.00 *****70.00

Carlace, Inc.

EFFECTIVE DATE
01-01-98

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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Signature _____

Requested by: *Ken*
Name _____ Date 12/26 Time 8:20

Walk-In _____ Will Pick Up _____

RP
12-26-97

ARTICLES OF INCORPORATION

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

ARTICLE I- NAME

The name of the Corporation shall be:

Carlace, Inc.

ARTICLE II- PRINCIPAL OFFICE

The principal place of business of this Corporation shall be:

462 Springwood Court
Longwood, FL 32750

EFFECTIVE DATE

01-01-98

ARTICLE III- MAILING ADDRESS

The mailing address of the Corporation shall be:

SAME AS ABOVE

ARTICLE IV- SHARES

The number of shares of stock that this corporation is authorized to have outstanding at one time is: 1000 Shares

ARTICLE V- BOARD OF DIRECTORS:

There will be no Board of Directors, the shareholders will run the company.

ARTICLE VI- OFFICERS

President: Scott T. Carey, 462 Springwood Court, Longwood, FL 32750

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**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:

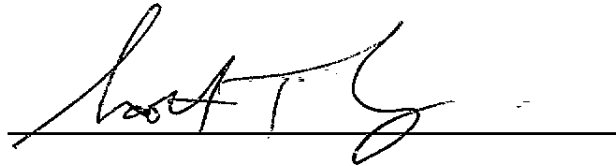
Carlace, Inc.

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

Scott T. Carey
c/o Cambridge Homes
242 N. Westmonte
Altamonte Springs, FL 32714

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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.



12-20-97