P9800001230

Florida Dept of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

Ref: Cliff C.A.D., Inc.

Dear Sir/Madam:

Please find enclosed the following:

- 1. Articles of Incorporation for Cliff C.A.D., Inc., and
- 2. Ck #0360 dated 12/18/97 for the amount of \$122.50.

Kindly return the filing acknowledgement to:

Naseem N. Khan 281 NW 162 Avenue Pembroke Pines, FL 33028

Thank you very much for your time and assistance.

Happy Holidays,

Naseem N. Khan

enclosures

98 JAN - 6 PM 4: 12
SECRETARY OF STATE
FALLAHASSEE. FLORID

Wart & State Land



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 24, 1997

NASSEM N. KHAN 281 NW 162 AVENUE PEMBROKE PINES, FL 33028

SUBJECT: CLIFF C.A.D., INC. Ref. Number: W97000028652

We have received your document for CLIFF C.A.D., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.) -> See Article X

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie Corporate Specialist Supervisor

Letter Number: 997A00060411

Hope theoroods! any questions, pla Call one @ 954-431-5417. Thank you!

Articles of Incorporation

FILED

98 JAN - 6 PM 4: 12

SECRETARY OF STATE
TALLAHASSEE. FLORIDA

of

Cliff C.A.D., Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

Article I - Name

The name of the corporation shall be Cliff C.A.D., Inc.

Article II - Nature of Business

This corporation may engage in or transact any and all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

Article III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

Article IV - Address

The principal place of business and mailing address of this corporation shall be 1100 Oak Drive, Leesburg, Florida 34748.

Article V - Special Provisions

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

Article VI - Term of Existence

This corporation shall exist perpetually.

Article VII - Limitation of Liability

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder, or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

Article VIII - Self Dealing

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation may vote upon any transaction with the corporation without any regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Clifford Moore

Article IX - Incorporator

The name and street address of the incorporator is:

Clifford Moore 1100 Oak Drive Leesburg, FL 34748

Article X - Initial Registered Agent and Address

The street address of the corporation's initial registered office is 1100 Oak Drive, Leesburg, Florida 34748. The name of the initial registered agent for the corporation at that address is Clifford Moore, who, by affixing his signature below, is certifying that he is familiar with, and accept the duties and responsibilities as the Registered Agent.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his
hand and seal on this 09 day of December, 1997.
Incorporator: Registered Agent: Chifful Ille
STATE OF <u>Florisla</u> COUNTY OF <u>Fake</u>
The foregoing instrument was executed and acknowledged before me this
9 of December, 1997, by Clifford C. moore.
Notary Public William & Parter (Seal) State of Florida
My commission expires

