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98 APR 22 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING COVER SHEET

REFERENCE: 0152.2260
DATE: 4-22-98
CONTACT: CINDY HICKS
FROM: CORPORATE & CRIMINAL RESEARCH SERVICES
103 N. MERIDIAN STREET
TALLAHASSEE, FL 32301
TELEPHONE: 222-1173
SUBJECT: Castlebury Enterprises, Inc

RECEIVED
98 APR 22 AM 10:56
DIVISION OF CORPORATIONS

ESTATE FEES PREPAID WITH CHECK # 2355 FOR \$ 70.00

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-04/22/98-01030-002
*****70.00 *****70.00

PLEASE FILE:

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| <input checked="" type="checkbox"/> ARTICLES OF INC. | <input type="checkbox"/> AMENDMENT | <input type="checkbox"/> DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> ANNUAL REPORT |
| <input type="checkbox"/> FICTITIOUS NAME | <input type="checkbox"/> LIMITED LIABILITY | <input type="checkbox"/> REINSTATEMENT |
| <input type="checkbox"/> TRADEMARK/SERVICE | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |

PROVIDE US WITH:

- | | | |
|---|--|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF STATUS | <input checked="" type="checkbox"/> STAMPED COPY |
|---|--|--|

K. Rolfe
Examiner's Initials
APR 22 1998

ARTICLES OF INCORPORATION

- OF -

CASTLEBURY ENTERPRISES, INC.

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME AND BUSINESS MAILING AND PRINCIPAL BUSINESS OFFICE

ADDRESS

The name of this corporation is **CASTLEBURY ENTERPRISES, INC.** The business mailing address and the principal business office address of the corporation is: C/O: NationsBank Tower, 100 SE Second Street, Ste. 2600, Miami, Florida 33131.

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office for service of process is Bennett & Davis, PA, NationsBank Tower, Suite 2600, 100 SE Second Street, Miami, Florida 33131, and the name of the registered agent at that address is Josh N. Bennett, Esq.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
RONALD SOLOMON	C/O: NationsBank Tower, 100 SE Second Street, Ste. 2600, Miami, Florida 33131.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
JOSH N. BENNETT, Esq.	Bennett & Davis, P.A. Suite 2600, NationsBank Tower 100 SE Second Street Miami, Florida 33131

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 20th day of April, 1998.



JOSH N. BENNETT

STATE OF FLORIDA

)

:SS.:

COUNTY OF DADE

)

BEFORE ME, Margarita Estrada, the undersigned authority, personally appeared JOSH N. BENNETT, to me known to be the individual described in and who executed the foregoing Articles of Incorporation as subscriber thereto, who is personally known to me, and who did not take an oath.

WITNESS my hand and official seal this 20th day of April, 1998.

NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

DESIGNATION OF REGISTERED AGENT
(Attached to the Articles of Incorporation of and Made a Part Thereof)
Certificate Designating Place of Business for the Service of Process
Within this State, Naming Agent Upon Whom Process May Be Served.

CASTLEBURY ENTERPRISES, INC.

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation to which this document is attached:

THAT, CASTLEBURY ENTERPRISES, INC., desiring to organize as a corporation under the laws of the State of Florida, with its registered office as indicated in its Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named **JOSH N. BENNETT** as its Registered Agent to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.



JOSH N. BENNETT,
Registered Agent

STATE OF FLORIDA

)

:SS.:

COUNTY OF DADE

)

BEFORE ME, Margarita Estrada, the undersigned authority, personally appeared **JOSH N. BENNETT,** to me known to be the individual described in and who executed the foregoing Articles of Incorporation as subscriber thereto, who is personally known to me, and who did not take an oath.

WITNESS my hand and official seal this 20th day of April, 1998.

NOTARY PUBLIC, State of Florida at Large
My Commission Expires:

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