

7/13/98

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FLORIDA DIVISION OF CORPORATIONS
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CONTACT: RAY STORMONT
PHONE: (305)541-3694

EFFECTIVE DATE

ACCT#: 072450003255

7-7-98

FAX #: (305)541-3770

NAME: CHARLIE OF SOUTH FLORIDA, INC.
AUDIT NUMBER.....H98000012874

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....4

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ARTICLES OF INCORPORATION
OF
CHARLIE OF SOUTH FLORIDA INC.

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ARTICLE I - NAME

The name of the Corporation is Charlie of South Florida Inc..

ARTICLE II - DURATION

The date when the Corporation's existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and cknowledgement hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved. The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of \$1.00 Par Value Common stock.

ARTICLE V - PREEMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share of stock of this Corporation (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

David W. Leskar, Esq.
Shepard & Leskar, P.A.
100 S. Pine Island Road
Suite 201
Plantation, Florida 33324
(954) 915-8120
Florida Bar No. 343064

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 100 S. Pine Island Road, Suite 201, Plantation, Florida 33324, and the name of the initial Registered Agent of this Corporation is Shepard & Leskar, P.A..

ARTICLE VII - FIRST BOARD OF DIRECTORS

This Corporation's first Board of Directors shall consist of One (1) Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than One (1). The name and address of the initial Board of Directors of this Corporation is:

Caldwell Cooper
900 N.E. 17th Terrace
Fort Lauderdale, Florida 33304

ARTICLE VIII - CORPORATE ADDRESS


The initial address of the corporation shall be 900 N.E. 17th Terrace, Fort Lauderdale, Florida 33304.

ARTICLE IX - INCORPORATOR

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

Caldwell Cooper
900 N.E. 17th Terrace
Fort Lauderdale, Florida 33304

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of July, 1998.


Caldwell Cooper, Incorporator

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TALLAHASSEE FLORIDA

STATE OF FLORIDA :
COUNTY OF BROWARD :

SS:

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared Caldwell Cooper, known to me to be the person who executed the foregoing Articles of Incorporation, and who is personally known to me or who has produced Donnelly Kavan as identification.
IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 26 day of July, 1998.

ELIZABETH K. SCHMARS
MY COMMISSION # CC420004 EXPIRES
DECEMBER 13, 1998
BONDED THROUGH FARM INSURANCE, INC.

Elizabeth K. Schmars
Notary Public - State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Charlie of South Florida Inc., as designated in the Articles of Incorporation, Shepard & Leskar, P.A. agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.
Date: 7/10/98

David W. Leskar, Pres.
David W. Leskar, Pres. Registered Agent

STATE OF FLORIDA:
COUNTY OF BROWARD:

SS:

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared David W. Leskar, President of Shepard & Leskar, P.A., known to me to be the person who accepted this designation as Registered Agent of the aforesaid corporation, and who is personally known to me or has produced _____ as identification.
IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 26th day of July, 1998.

NOTARY PUBLIC
STATE OF FLORIDA
VIOLET E. KOKAY
COMMISSION # CC 377283
EXPIRES JUL 16, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

Violet E. Kokay
Notary Public State of Florida
My Commission Expires:

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