

Hoffmeier Accounting & Tax Service, Inc.

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-10/26/98--01056--011
****122.50 ****78.75

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

GENTLEMEN:

ENCLOSED PLEASE FIND ARTICLES OF INCORPORATION FOR CALWER
ENTERPRISES, INC. ALONG WITH OUR CHECK IN THE AMOUNT
OF \$122.50 TO COVER THE FILING COST OF THIS CORPORATION.
IF YOU HAVE ANY QUESTIONS REGARDING THIS MATTER, PLEASE
CONTACT US AT THE ABOVE ADDRESS OR TELEPHONE NUMBER.

THANK YOU,

Lisa J. Darbro

LISA J. DARBRO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 AM 8:48

B. BROCK OCT 27 1998

ARTICLES OF INCORPORATION
OF
CALWER ENTERPRISES, INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 OCT 26 AM 8:48

CALWER ENTERPRISES, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION IS A NATURAL PERSON, COMPETENT TO CONTRACT, ASSOCIATED TO FORM A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA: AND FURTHER AGREES TO THE FOLLOWING CONDITIONS OF SAID CORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION IS: CALWER ENTERPRISES, INC.

ARTICLE II: NATURE OF BUSINESS

THE GENERAL NATURE OF THE BUSINESS AND THE OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED BY THE CORPORATION, AND THE POWERS AND PRIVILEGES TO BE EXERCISED BY IT SHALL INCLUDE ALL POWERS THAT ARE GIVEN TO THE BODIES CORPORATE UNDER THE STATUTES OF THE STATE OF FLORIDA, AND THE LAWS OF THE UNITED STATES, TOGETHER WITH ALL RIGHTS POWERS AND PRIVILEGES INCIDENT THERETO.

ARTICLE III: CAPITAL STOCK

THE CAPITAL STOCK OF THE CORPORATION SHALL CONSIST OF ONE HUNDRED (100) SHARES OF A PAR VALUE OF ONE (\$1.00) DOLLAR EACH, WHICH STOCK SHALL BE PAID FOR IN CASH, REAL OR PERSONAL PROPERTY OR IN SERVICES. THE VALUE OF EACH SUCH REAL OR PERSONAL PROPERTY OR SERVICES SHALL BE FIXED BY THE BOARD OF DIRECTORS OF SAID CORPORATION, AND THE STOCK SHALL BE ISSUED ON THE VALUE SO FIXED. ALL STOCK SHALL BE FULLY PAID FOR AND NON-ASSESSABLE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS IT BE
DISSOLVED BY ACTION OF LAW.

ARTICLE V: PLACE OF BUSINESS
INITIAL REGISTERED OFFICE
INITIAL REGISTERED AGENT

THE INITIAL REGISTERED OFFICE AND PLACE OF BUSINESS OF THIS CORPORATION
IN THE STATE OF FLORIDA IS:
PLACE OF BUSINESS

3921 NE 26TH AVENUE
LIGHTHOUSE POINT FL 33064

REGISTERED OFFICE

3921 NE 26TH AVENUE
LIGHTHOUSE POINT FL 33064

THE INITIAL REGISTERED AGENT IS:

LINDA CALWER
3921 NE 26TH AVENUE
LIGHTHOUSE POINT FL 33064

ARTICLE VI: DIRECTOR

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER
OF DIRECTORS MAY BE CHANGED FROM TIME TO TIME AS THE STOCKHOLDERS
DESIRE, IN ACCORDANCE WITH THE BY-LAWS HEREOF.

ARTICLE VII: INITIAL DIRECTORS

THE NAME AND STREET ADDRESS OF THE FIRST BOARD OF DIRECTORS IS AS
FOLLOWS:

NAME
LINDA CALWER

ADDRESS
3921 NE 26TH AVENUE
LIGHTHOUSE POINT FL 33064

ARTICLE VIII: SUBSCRIBERS

THE NAME AND STREET ADDRESS OF THE SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:

NAME
LINDA R CALWER

ADDRESS
3921 NE 26TH AVENUE
LIGHTHOUSE POINT FL 33064

ARTICLE IX: AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCKHOLDERS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL THIS

20th DAY OF OCTOBER, 1998

Linda R. Calwer (SEAL)

STATE OF FLORIDA)

) ss:

COUNTY OF BROWARD)

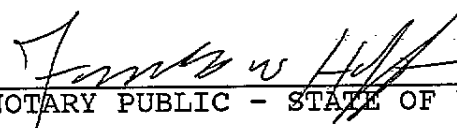
I HEREBY CERTIFY THAT ON THIS DATE, BEFORE ME, A NOTARY PUBLIC,
DULY AUTHORIZED IN THE STATE AND COUNTY ABOVE NAMED TO TAKE
ACKNOWLEDGEMENTS, PERSONALLY APPEARED

LINDA R CALWER 

TO ME KNOWN TO BE THE PERSON DESCRIBED AS REGISTERED AGENT AND WHO
DID HEREBY ACCEPT AS REGISTERED AGENT.

WITNESS MY HAND AND OFFICIAL SEAL THIS 20th DAY OF

October, 1998


NOTARY PUBLIC - STATE OF FLORIDA

MY COMMISSION EXPIRES:



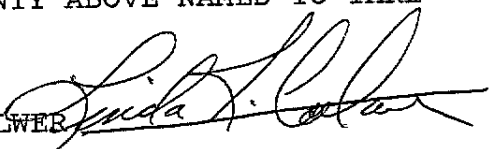
Frederick W. Hoffmeier
MY COMMISSION # CC696874 EXPIRES
December 18, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA)

) ss:

COUNTY OF BROWARD)


I HEREBY CERTIFY THAT ON THIS DATE, BEFORE ME, A NOTARY PUBLIC
DULY AUTHORIZED IN THE STATE AND COUNTY ABOVE NAMED TO TAKE
ACKNOWLEDGEMENTS, PERSONALLY APPEARED

LINDA R CALWER 

TO ME KNOWN TO BE THE PERSON DESCRIBED AS SUBSCRIBER IN AND WHO DID
EXECUTE THE FOREGOING ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL THIS 20th DAY OF

OCTOBER, 1998.


NOTARY PUBLIC - STATE OF FLORIDA

MY COMMISSION EXPIRES:



Frederick W. Hoffmeier
MY COMMISSION # CC696874 EXPIRES
December 18, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

I, LINDA R CALWER, UNDERSIGNED DO ACKNOWLEDGE THAT I AM FAMILIAR WITH
DUTIES AND RESPONSIBILITIES AS A REGISTERED AGENT FOR A
CORPORATION, AND AS SUCH, DO HEREBY ACCEPT AS REGISTERED AGENT FOR

CALWER ENTERPRISES, INC.

----- (SEAL)

FILED
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DIVISION OF CORPORATIONS
98 OCT 26 AM 8:48