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**FLORIDA PROFIT CORPORATION OR P.A.**

c.h.a.d. enterprises of south florida, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION  
OF

C.H.A.D. ENTERPRISES OF SOUTH FLORIDA, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation.

ARTICLE ONE

The name of the corporation is C.H.A.D. ENTERPRISES OF SOUTH FLORIDA, INC.

The business address is: 2712 NE 12th St  
Pompano Beach, Fl 33062

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 7500. Such shares shall be of a single class, and shall have a par value of One Dollar

Prepared by: Edward J. Chandler, Esq.  
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(\$1.00) per share.

#### ARTICLE FIVE

The street address of the initial registered office of the corporation is 5100 N. Federal Hwy. Ft Lauderdale, Fl 33308 and the name of its registered agent is: A.E. Raney.

#### ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one and the names and address of each person who is to serve as a director is:

A.E. RANEY                      5100 N. Federal Hwy. Ft Lauderdale, Fl 33308

#### ARTICLE SEVEN

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purposes, if:

(a) The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves, or ratifies the contract or

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transaction by a vote or consent sufficient for the purposes without counting the votes or consents of such interested directors; or

(b) The fact of such relationship or interest is disclosed and known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee or the stockholders.

#### ARTICLE EIGHT

The power to amend, adopt and/or repeal the By-Laws for the corporation shall be reserved to the shareholders.

#### ARTICLE NINE

Special meetings of stockholders may be called at any time by the President or holders of ten percent (10%) of all outstanding shares.

#### ARTICLE TEN

The offices of this corporation may consist of a president, secretary and such other officers and agents as may be provided for by the by-laws of this corporation, who shall be chosen, serve for such term and have such duties as may be prescribed by such by-laws.

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The initial officers of this corporation shall be:

President:/Secretary/Treasurer: A.E. Raney 5100 N Federal Hwy Ft.  
Lauderdale, Fl 333308

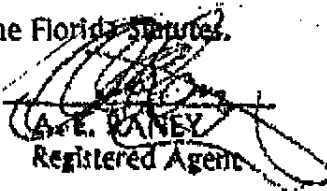
ARTICLE ELEVEN

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

That C.H.A.D. ENTERPRISES OF SOUTH FLORIDA, INC., desiring to  
organize under the laws of the State of Florida with its principal office as indicated in the  
Articles of Incorporation in the City of Pompano Beach, Broward County, State of Florida,  
has named A.E. Raney 5100 N Federal Hwy Ft Lauderdale, Fl 33308 Broward County,  
Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated  
corporation at the place designated in this Certificate, I hereby accept to act in this  
capacity, and agree to comply with the provision of said Act relative to keeping open said  
office.

Having been named as resident agent for the above stated corporation, I hereby  
agree to act in this capacity, and I further agree to comply with the provisions of all  
statutes relative and proper and complete performance of my duties and I accept the  
duties and obligations of Section 607.0505 of the Florida Statutes.

  
A.E. RANEY  
Registered Agent

Prepared by:

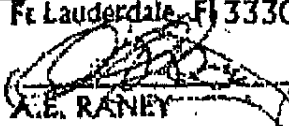
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**ARTICLE TWELVE**

The name and address of the Incorporator is: A.E. RANEY 5100 N Federal Hwy  
Ft. Lauderdale, FL 33308

  
 A.E. RANEY

STATE OF FLORIDA  
 COUNTY OF BROWARD

BEFORE ME personally appeared A.E. RANEY, to be well known and known to me to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed and produced the following identification ~~Personally~~ <sup>Personally</sup> and who did take an oath.

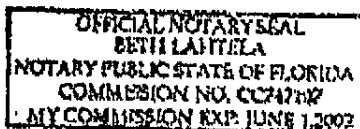
WITNESS my hand and official seal this 9 day of February, 1999.

  
 NOTARY PUBLIC

Printed name: Beth Lahtela  
 Commission No: CC747107

My Commission Expires:

6/01/02



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