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June 21, 1999

Department of State,
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Via Overnight Mail.

Re: Filing of Certificate of Domestication, Articles of Incorporation and Certificate of
Registered Agent for **CALLOWAY FUNDRAISING, INC.**

Dear Ladies and Gentlemen:

Enclosed herewith for filing is the executed and completed Certificate of Domestication,
Article of Incorporation for **CALLOWAY FUNDRAISING, INC.**, together with the
Certificate Designation of Registered Agent/Registered Office and a copy of the Articles to
be certified and returned to this office at the above stated address.

Also enclosed is my trust account check in the amount of \$128.75 to cover the costs of the
filing and certification fees for this corporation.

Thank you in advance for your assistance and cooperation in this matter.

Sincerely,



Brook E. Fisher, Esq.

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FILED
1999 JUN 23 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1999 JUN 23 AM 9:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DOMESTICATION
OF
CALLOWAY FUNDRAISING, INC.

The undersigned, CRAIG HACK, President of CALLOWAY FUNDRAISING a foreign Corporation, in accordance with Florida Statutes, Section 607.1801 does hereby certify:

1. The date on which corporation was first formed was September 5, 1996.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was the State of New York.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was CALLOWAY FUNDRAISING, INC.
4. The name of the corporation, as set forth in its article of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is CALLOWAY FUNDRAISING, INC.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was 101 Meadow Lane, Nanuet, Rockland County, State of New York 10954.

I am CRAIG HACK, of 5138 Misty Morn Road, Palm Beach Gardens, Florida 33418 and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 16th day of June, 1999.

Craig Hack.
CRAIG HACK, as its President
(Authorized Signature)

ARTICLES OF INCORPORATION
OF
CALLOWAY FUNDRAISING, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be:

CALLOWAY FUNDRAISING, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Principal Office: CALLOWAY FUNDRAISING, INC.
 5138 Misty Morn Road
 Palm Beach Gardens, Florida 33418

Mailing Address: CALLOWAY FUNDRAISING, INC.
 5138 Misty Morn Road
 Palm Beach Gardens, Florida 33418

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TALLAHASSEE, FLORIDA

ARTICLE III

SHARES OF STOCK

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 SHARES OF STOCK having no common stock par value per share.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

CRAIG HACK
5138 Misty Morn Road
Palm Beach Gardens, Florida 33418

ARTICLE V

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

CRAIG HACK
5138 Misty Morn Road
Palm Beach Gardens, Florida 33418

The undersigned incorporator has executed these Articles of Incorporation this 16th
day of June, 1999.

Craig Hack.
CRAIG HACK INCORPORATOR

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Prepare by: BROOK E. FISHER, ESQ., 618 U.S. Highway One, Ste. 407, North Palm Beach,
Florida 33408; Tel. No.: (561) 840-9004; FBN#0843784

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF §607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

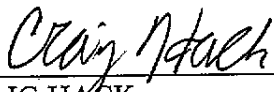
1. The name of the Corporation is:

CALLOWAY FUNDRAISING, INC.

2. The name and street address of the Registered Agent and Registered Office is:

CRAIG HACK
5138 Misty Morn Road
Palm Beach Gardens, Florida 33418

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


CRAIG HACK
Registered Agent


CRAIG HACK
Incorporator

1999 JUN 23 AM 9:01
CLERK OF COURT
TALLAHASSEE, FLORIDA

FILED

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Prepare by: BROOK E. FISHER, ESQ., 618 U.S. Highway One, Ste. 407, North Palm Beach, Florida 33408; Tel. No.: (561) 840-9004; FBN#0843784