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Florida Department of State

Division of Corporations

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To:

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FLORIDA PROFIT CORPORATION OR P.A.

CHARLAR, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
CHARLAR, INC.**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of the corporation is **CHARLAR, INC.**

ARTICLE II

NATURE OF BUSINESS

The Corporation shall engage in the business of the franchising business opportunities. This corporation shall not engage in any business other than that for which it was specifically incorporated, but it shall be permitted to invest its funds in real estate, mortgages, stocks, bonds or any other type of investment, and shall be permitted to own any real or personal property necessary in the rendering of its business and services.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock.

Laurie Bolch, Esquire
555 South Federal Highway, Suite 400
Boca Raton, Florida 33432
561-338-0477
Florida Bar No. 764477

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**ARTICLE IV
CERTIFICATES**

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be as prescribed by Florida Law.

**ARTICLE V
ADDRESS**

The initial street address of the principal office of this corporation is 2519 North Ocean Boulevard, Suite 401, Boca Raton, Florida 33431.

**ARTICLE VI
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII
INITIAL OFFICER AND DIRECTOR**

The name and address of the Initial Officer and Director who shall hold office until his or her successor is elected and has qualified is:

Charles K. Schrier	President/Director	2519 N. Ocean Blvd., #401 Boca Raton, Florida 33431
Laurie Bolch	Vice President/Secretary Director	2519 N. Ocean Blvd., #401 Boca Raton, Florida 33431

**ARTICLE VIII
INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME	ADDRESS
Laurie Bolch, Esquire	555 South Federal Highway, Suite 400 Boca Raton, Florida 33432

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ARTICLE IX

REGISTERED OFFICE & REGISTERED AGENT

The street address of the corporation's initial registered agent is 555 South Federal Highway, Suite 400, Boca Raton, Florida 33432; the name of the initial registered agent at that office is Laurie Bolch, Esquire.

ARTICLE X

EFFECTIVE DATE

The initial date of incorporation shall be effective on the date this document is filed as evidenced by the Department of State's date and time endorsement on the original document.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida Law.

Date: 11/17/99


Laurie Bolch, Esquire

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

IN COMPLIANCE WITH SECTION 607.0403, FLORIDA STATUTES,
FOLLOWING IS SUBMITTED:

FIRST- CHARLAR, INC., DESIRING TO ORGANIZE (name of corporation)

OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AS CITY OF BOCA RATON,
(city)

STATE OF FLORIDA, HAS NAMED LAURIE BOLCH, ESQUIRE,
(state) (name of registered agent)

LOCATED AT 555 SOUTH FEDERAL HIGHWAY, SUITE 400,
(street address) (post office boxes are not acceptable)

CITY OF BOCA RATON, STATE OF FLORIDA, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE
OBLIGATIONS OF THIS POSITION.

SIGNATURE:

(REGISTERED AGENT)

DATE:

11/17/99

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