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May 12, 2005

RAYMOND LILES JR. PROP-MAN'S SHOP 116 HAND ST. KISSIMMEE, FL 34741-5036

SUBJECT: MLB HOLDING, INC. Ref. Number: W05000024214

We have received your document for MLB HOLDING, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

#### Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is A01000000748 - MLB HOLDINGS LIMITED PARTNERSHIP.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Letter Number: 805A00034330

Loria Poole Document Specialist New Filings Section

#### Offices of

#### O'NEAL AND ASSOCIATES, INC.

ZOM Lee Office Center 2265 Lee Road, Suite 103 Winter Park, Florida 32789 Phone: (407) 645-3173 Fax: (407) 629-2780 email: fsai@earthlink.net

#### FAX COVER SHEET'

TO:

Loria Poole

Division of Corporations Document Specialist New Filings Section P.O. Box 6327

Tallahassee, Florida 32314

DATE:

May 17, 2005

FAX#:

850-245-6804

# OF PGS:

5 (including this cover sheet)

SUBJECT: Re-filing of Corporate Charter

Dear Ms. Loria:

Please find a signed copy of the new corporate charter. Therefore this is a replacement of the MLB Holding, Inc. Thanks for your consideration in this matter.

Should you have any questions, please do not hesitate to call.

Sincerely,

O'Neal & Associates, Inc.

Curtin O'Meal

Curtis O'Neal, MBA, J. D.

CLO/ld

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( ) Hand Delivery

( ) Overnight

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The information contained in this facsimile message is attorney and accountants privileged and confidential information intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissentination, distribution or copying of this message is strictly prohibited. If you have received this message in error, please notify me intended that above address or by telephone. Thank you.

## ARTICLES OF INCORPORATION OF MLB - ISM HOLDING, INC.

# D5 MAY 16 PM 2: 09

#### ARTICLE I NAME

The name of this corporation is MLB - ISM HOLDING, INC.

## ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of filing these Articles with the Department of State.

#### ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as it now exists or may hereafter be amended.

#### ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue Seventy Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock, which shall be designated as the "Common Shares."

## ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI PRINCIPAL PLACE OF BUSINESS; INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal place of business of the corporation is 670 Sheridan Woods Drive, West Melbourne, Florida 32904. The initial registered office of this corporation is 670 Sheridan Woods Drive, West Melbourne, Florida 32904, and the name of the initial registered agent of this corporation at that address is Ray H. Liles, Jr.

## ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have an initial Board of Directors consisting of one (1) Director. The number of Directors may be either increased or decreased from time to time by the by-laws. However, there shall never be less than one (1) Director nor more than five (5) Directors. The name and address of the members of the initial Board of Directors of the corporation are:

Names	Addresses

Ray H. Liles, Jr.

670 Sheridan Woods Drive West Melbourne, Florida 32904

#### ARTICLE VIII INCORPORATORS

The name and address of the Incorporator signing these Articles is Ray H. Liles, Jr., whose address is 670 Sheridan Woods Drive, West Melbourne, Florida 32904.

## ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any officer, director or employee (or any former officer, director or employee) of the corporation fully permitted by law.

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### ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision of these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 10<sup>th</sup> day of May, 2005.

STATE OF FLORIDA )
SS.:
COUNTY OF ORANGE )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Ray H. Liles, Jr., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and official seal in the State and County above, this <u>/o</u> day of May, 2005.

Commit DD0368966
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Epines 114/2008
Annual Notary Assn 70

Notary Public at Large, State of Florida

DATE EXPIRES

(SEAL)

## CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAYBE SERVED

In compliance with Section 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that MLB – ISM HOLDING, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 670 Sheridan Woods Drive, West Melbourne, Florida 32904, has named Ray H. Liles, Jr., located at 670 Sheridan Woods Drive, West Melbourne, Florida 32904, as its agent to accept service of process within the State of Florida.

DATED this 10<sup>th</sup> day of May, 2005.

Ray H. Liles, Jr., as Sole Director

Having been named the agent to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Ray H. Kiles, Jr., as Rogistered Agent

FILED 05 MAY 16 PH 2: 09 FALLAN KSSEE, FRISHE