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TRANSMITTAL LETTER

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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: THE AMC Group, Inc.
(Proposed corporate name - must include suffix)

FILED
96 NOV -1 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

James P. Redic
Name (printed or typed)

1535 Northgate Dr.
Address

Naples Fl. 34105
City, State & Zip

941-262-3940
Daytime Telephone number

F. CHAMBERLAIN NOV 6 1996

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation
of
The AMC Group, Inc.

ARTICLE 1 - NAME

The name of the corporation is THE AMC GROUP, INC.

ARTICLE 2 - PURPOSE OF CORPORATION

The corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is 5117 Castello Drive, Suite One, Naples, Florida 34103 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

James P. Redic
1535 Northgate Drive
Naples, FL 34105

ARTICLE 5 - PRESIDENT

The President of the corporation shall be James P. Redic whose address is the same as above.

ARTICLE 6 - CORPORATE CAPITALIZATION

This corporation is authorized to issue 9000 shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

ARTICLE 7 - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE 8 - REGISTERED AGENT

The name of the registered agent to accept process in the State of Florida on behalf of this corporation is:

James P. Redic
1535 Northgate Drive
Naples, FL 34105

IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed these Articles of Incorporation under the laws of the State of Florida, this 28th day of October, 1996.


James P. Redic, Incorporator/Registered Agent



WILLIAM R. BANYASZ
My Comm Exp. 1/01/00
Bonded By Service Ins
No. CC521620
 Personally Known Other I.D.



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96 NOV - 1 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA