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To:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MARLER ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

MARLER ENTERPRISES, INC.

The undersigned party to these Articles of Incorporation,
a natural person competent to contract, hereby for and
incorporate a corporation for profit under the laws of the State
of Florida.

ARTICLE I - NAME

The name of the corporation shall be :MARLER ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this
corporation shall be: 4521 PGA BLVD #159, PALM BEACH GARDENS,
FLORIDA 33418

ARTICLE III CAPITAL STRUCTURE

The Corporation is authorized to issue five thousand shares
of Common Stock, each share having a Par Value of one dollar.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is :
DAVID MARLER, 4521 PGA BLVD #159, PALM BEACH GARDENS, FLORIDA
33418.

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Prepared by: Gary McClain, 1470 S.W. 19th Avenue
Ft. Lauderdale, Florida 33312
(954) 525-6928

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ARTICLE V INCORPORATIONS

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

DAVID MARLER
4521 PGA BLVD #159
PALM BEACH GARDENS, FLORIDA 33418

The undersigned has executed these Articles of Incorporation


Signature/Title

ARTICLE VI - PURPOSE

The Corporation is organized for the following purposes:

1. For the purpose of transacting any and all lawful
business permitted under the Laws of the United States and of the
State of Florida.
2. For the purpose of engaging in any one or more of the
acts and things herein set forth.

ARTICLE VII - VOTING RIGHTS

Except as otherwise provided by the law, the entire voting
power for the election of directors and for all other purposes
shall be vested exclusively in the holders of the outstanding
shares of Common Stock.

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ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind as that which he already holds, shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The corporation shall have (1) Director initially name and address of the initial director of this Corporation is:

DAVID MARLER
4521 PGA BLVD #159
PALM BEACH GARDENS, Florida 33418

ARTICLE X - LENGTH OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law. Corporate existence shall commence on the date these Articles are executed.

ARTICLE XI - OFFICERS

The corporation shall have a President and a Secretary-Treasurer, and such other and/or additional officers as may be created from time to time by, and authorized by, its Bylaws. IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 7th day of FEBRUARY, 2000.


(SEAL)

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TALLAHASSEE, FLORIDA

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: MARLER ENTERPRISES, INC.
2. The name and address of the registered agent and office is: DAVID MARLER, 4521 PGA BLVD #159, PALM BEACH GARDENS, Florida 33418.

Signature David E. Marler
(corporate officer)
Title Vice President
Date 2-7-00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature David E. Marler
Date 2-7-00

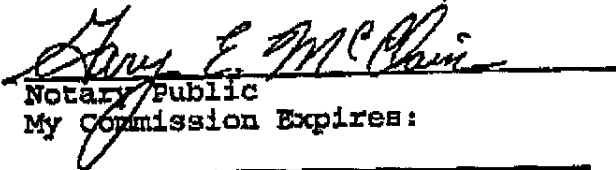
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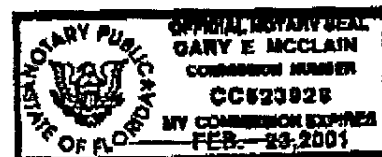
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STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this 7th day of FEBRUARY 2000,
personally came and appeared before me, the undersigned
authoritie, DAVID MARLER to me well known, and known to me to
be the person described in and who acknowledged to me that he
executed the foregoing Certificate of Incorporation as his free
and voluntary act and deed and for uses and purposes expressed
therein.

IN WITNESS WHEREFOR, I have hereunto set my hand and seal
on the day and year first above written.


Notary Public
My Commission Expires:



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