

TRANSMITTAL LETTER

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FILED

00 APR -6 PM 12:37

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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

SUBJECT: MR. PAUL'S ENTERPRISES, INC.

(Proposed corporate name - must include suffix)

000003182370--1
-03/24/00--01004--003
*****87.50 *****87.50

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 of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: LISA M. McMANUS

Name (Printed or typed)

2312 W. MARY GLENN DRIVE

Address

TAMPA, FL ~~33602~~ 33604

City, State & Zip

813-931-8094

Daytime Telephone number

789, 2557, 611, 2550
W00-8233

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

D. BROWN APR - 6 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 28, 2000

LISA M. MCMANUS
2312 W. MARY GLENN DRIVE
TAMPA, FL 33604

SUBJECT: MR. PAUL'S ENTERPRISES, INC.
Ref. Number: W00000008223

We have received your document for MR. PAUL'S ENTERPRISES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 200A00017038

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
For
MR. PAUL'S ENTERPRISES, INC.

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of the State of the State of Florida these Articles of Incorporation for the purpose of forming a Corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation shall be: **MR. PAUL'S ENTERPRISES, INC.**

ARTICLE II
Term of Existence and Fiscal Year

This corporation shall begin existence on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida, and shall have perpetual existence thereafter. This corporation shall have a fiscal year beginning January 1 and ending December 31 of each year.

ARTICLE III
Nature of Business

The general nature of the business to be transacted by this corporation, and the objects and purposes thereof, shall be to transact any or all lawful business under the laws of the State of Florida.

ARTICLE IV
Powers

This corporation shall have all powers conferred by the laws of the State of Florida upon corporations.

ARTICLE V
Capital Stock

This corporation is authorized to issue 1,000,000 shares of common voting stock. All or any part of said capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

ARTICLE VI
Shareholder's Rights

- (a) Each share of stock in this corporation shall entitle the holder thereof to one vote at any meeting of the corporation's shareholders.
- (b) There shall be no cumulative voting of the stock entitled to vote in the election of directors of this corporation.
- (c) No holder of any class of stock of this corporation shall have any preemptive or preferential right to subscribe to, purchase, or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class of stock of the corporation issued or sold or proposed to be issued or sold or with respect to which options or warrants shall be granted; but all such shares of stock of any class or notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class by be issued and disposed of or sold by the Board of Directors on such terms and for such considerations, as far as may be permitted by law, and to such person or persons who are qualified to be shareholders as the Board of Directors may determine.

ARTICLE VII
Initial Registered Office and Agent

The name and street address of the initial registered agent of this corporation shall be:

Mr. Paul McManus
2312 West Mary Glenn Drive
Tampa, Fl 33604

ARTICLE VIII

Principal Place of Business

The principal place of business of the corporation shall be located at:

**2312 West Mary Glenn Drive
Tampa, Fl. 33604**

**P. O. Box ~~273885~~ 273855
Tampa, Florida 33688-3855**

ARTICLE IX

Directors

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the shareholders, provided that the corporation shall always have at least one director. The shareholders of the corporation may remove any director from office at any time with or without cause.

ARTICLE X

Officers

The names and post office addresses of the Officers of the corporation, who, subject to the provisions of the Bylaws and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are as follows:

OFFICE	NAME	ADDRESS
President	Lisa M. McManus	2312 W. Mary Glenn Dr. Tampa, Fl. 33604
Vice President	Paul F. McManus	2312 W. Mary Glenn Dr. Tampa, Fl. 33604
Treasurer	Lisa M. McManus	2312 W. Mary Glenn Dr. Tampa, Fl. 33604
Secretary	Lisa M. McManus	2312 W. Mary Glenn Dr. Tampa, Fl. 33604

ARTICLE XI
Initial Directors

The name and street address of the initial Director of this corporation, who, subject to the provisions of the Bylaws and laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successor is elected and qualified is:

Chairman	Lisa M. McManus	2312 W. Mary Glenn Dr. Tampa, Fl. 33604
Vice Chairman	Paul F. McManus	2312 W. Mary Glenn Dr. Tampa, Fl. 33604

ARTICLE XII
Name and Post Office Addresses of Subscribers

The names and post office addresses of the subscribers to the capital stock of this corporation and the number of shares each agrees to take are as follows

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Lisa M. McManus	2312 West Mary Glenn Drive Tampa, Fl. 33602	1,000

ARTICLE XIII

Transactions with Corporations

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any director or officer of this corporation is pecuniarily or otherwise interested in, any other corporation, or is a director or officer of any other corporation. Any director or officer individually, or any firm of which any director or officer may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director or officer of this corporation who is also a director or officer of such other corporation or member of such firm, or who is so interested, any be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XIV

Bylaws

- (a) The power to adopt bylaws for this corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the Board of Directors of this corporation.
- (b) The bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of the State of Florida or of the United States.

ARTICLE XV

Amendment

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLES XVI

Incorporators

The name and post office address of the Incorporators of this corporation is:

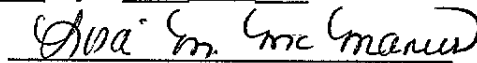
Lisa M. McManus
P. O. Box 273855
Tampa, Florida 33688-3855

ARTICLE XVII

Indemnification

This corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of March 2000.



Incorporators Signature

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00 APR -6 PM 12:37
DIVISION OF STATE
CORPORATIONS, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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: Mr. Paul's Enterprises, Inc.

2. The name and address of the registered agent and office is:

Mr. Paul F. McManus
(Name)

2312 W. Mary Glenn Drive
(P.O. Box not acceptable)

Tampa, FL 33604
(City/State/Zip)

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.

Paul F. McManus
(Signature)

4-2-00
(Date)