P00000046533

TRANSMITTAL LETTER

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

SUBJECT: MPG Publix 54, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

X $70.00
Filing Fee

___$78.75
Filing Fee &
Certificate of Status

000003246380--4
-05/10/00--01017--017
*****70.00 *****70.00

ADDITIONAL COPY REQUIRED

___$78.75
Filing Fee &
Certified Copy

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

5/3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -3 AM 11:27

FROM: Monroe's Prestige Group, Inc.
NAME

28050 U.S. Hwy. 19 N. Suite 205
ADDRESS

Clearwater, FL 33761
CITY, STATE & ZIP

(727) 669-7412
DAYTIME TELEPHONE NUMBER

CF-70

MK 5/3

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

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: ***NAME***

The name of the corporation shall be: MPG PUBLIX 54, INC.

ARTICLE II: ***PRINCIPAL OFFICE***

The principal place of business and mailing address of this corporation shall be:

28050 U.S. Hwy 19 N. Suite 205
Clearwater, FL 33761

ARTICLE III: ***SHARES***

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares

ARTICLE IV: ***INITIAL REGISTERED AGENT AND STREET ADDRESS***

The name and Florida street address of the initial registered agent are:

Louanne S. Love, P.A.
Louanne S. Love, Esquire
28050 U.S. Hwy 19 N. Suite 205
Clearwater, FL 33761

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ARTICLE V: ***INCORPORATOR***

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

Signature/Incorporator 3/3/00 Date

(An additional article must be added if an effective date is requested.)

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.

Louanne S. Love 3/3/00
Signature/Registered Agent Date