

P000000 88739

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

200003397062--3
-09/18/00--01134--011
*****78.75 *****78.75

SUBJECT: MERIDIAN PASS CORPORATION

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of seventy eight dollars and seventy-five cents (\$78.75) as follows:

FROM:

Michael L. Brown
4520 NW 5th Avenue
Boca Raton, Florida 33431
(561) 392-0790

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 18 AM 9:17

F. CHESSEB SEP 20 2000

**ARTICLES OF INCORPORATION
of
MERIDIAN PASS CORPORATION**

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:

MERIDIAN PASS CORPORATION

ARTICLE II – PRINCIPAL OFFICE

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

500 NE Spanish River Boulevard
Suite 32B
Boca Raton, Florida 33431

ARTICLE III – SHARES

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

One Million (1,000,000) shares of common stock
of One Dollar (\$1.00) par value

ARTICLE IV – INITIAL REGISTERED AGENT AND STREET ADDRESS

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


Michael L. Brown
4520 NW 5th Avenue
Boca Raton, Florida 33431

ARTICLE V – INCORPORATOR

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

Michael L. Brown
4520 NW 5th Avenue
Boca Raton, Florida 33431

The undersigned has executed these Articles of Incorporation this 15th day of September, 2000.


Michael L. Brown, Incorporator

FILED
00 SEP 18 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT**

Pursuant to the provisions of sections 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:

MERIDIAN PASS CORPORATION

2. The name of the registered agent and principal place of business and mailing address of the corporation are:

Michael L. Brown
4520 NW 5th Avenue
Boca Raton, Florida 33431

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.


Michael L. Brown, Registered Agent

September 15, 2000

Date

FILED
00 SEP 18 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA