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LAW OFFICES OF
JOHN A. RACIN, P.A. & ASSOCIATES
ATTORNEYS AT LAW
10850 SOUTH U.S. HIGHWAY ONE
PORT ST. LUCIE, FLORIDA 34952
TELEPHONE (561) 398-4666 FACSIMILE (561) 398-6172

FILED
GO SEP 27 AM 10:59
CLERK OF STATE
TALLAHASSEE, FLORIDA

John A. Racin, Esq.
Lori D. Shelby, Esq.
• Licensed in FL & IL
Marydenyse Ommert, Esq.
• Licensed in FL & NJ
Paul John Brodice, Esq.
• Licensed in FL, MA & CT

Lorna Toll, Paralegal

July 26, 2000

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-07/31/00--01119--003
*****78.75 *****78.75

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

Dear Division of Corporations Representative,

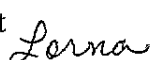
Enclosed, please find the Articles of Incorporation for 2M, Inc. Also attached is check # 1046 in the amount of \$78.75 reflecting the filing fee and return certification. Please send the certification to:

John A. Racin, P.A.
10850 S. U.S. Highway One
Port St. Lucie, Florida 34952

Thank you for your attention to this matter.

Respectfully yours,


John A. Racin, Esquire

JAR/lt 
cc: file

W-19304



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 18, 2000

JOHN A RACIN, ESQUIRE
10850 SOUTH US HWY ONE
PORT ST LUCIE, FL 34952

SUBJECT: 2M, INC.
Ref. Number: W00000019304

We have received your document for 2M, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

I HAVE HAD NO RESPONSE TO MY LATEST PHONE CALL OR FAX, THEREFORE, I MUST RETURN THESE FOR CORRECTION.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 400A00049049

ARTICLES OF INCORPORATION
OF
PRAVIDO, INC.

FILED
00 SEP 27 AM 10:59
CLERK OF THE STATE
JAIL HOUSE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person comotent to contract, hereby subscribes to and froms a corporation for profit under the laws of the State of Florida.

ARTICLE I.
CORPORATE NAME

The name of the corporation is Pravido, Inc.

ARTICLE II.
PRINCIPAL OFFICE

The principal place of business of the corporation is 6235 N. Tropical Trail, Merritt Island, Florida 32953. The mail address of the corporation is P.O. Box 245, Cocoa, Florida 32923.

ARTICLE III.
CAPITAL STOCK

The number of shares that this corporation ia authorized to have outstanding at any one time is one hundred shares (100) of common stock, each share having a par value of ONE DOLLAR (\$1.00).

ARTICLE IV.
REGISTERED AGENT AND OFFICE

The name and address of the registered agent is JOHN A. RACIN,
ESQUIRE, 10850 S. US Hwy 1, Port St. Lucie, Florida 34952.

ARTICLE V.
INCORPORATORS

The name and street address of the incorporator of these articles of
incorporation is:

Barbara Maxwell
6235 N. Tropical Trail
Merrit Island, FL 32953

ARTICLE VI.
DURATION OF CORPORATION

The duration of the Corporation shall be perpetual.

ARTICLE VII.
PRE-EMPTIVE RIGHTS

Each shareholder of the Corporation shall have the first right to purchase
shares (and securities convertible into shares) of any class, kind or series of
stock in the Corporation that may from time to time be issued (whether or not

presently authorized) including shares from the treasury, in the ratio that the number of shares he/she holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the Corporation stating the price, terms, and conditions of the issue of the shares and inviting him/her to exercise his/her pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of the notice from the Corporation.

ARTICLE VIII. **INDEMNIFICATION**

The Corporation shall indemnify any officer or executive committee member, or any former officer or executive committee member, to the full extent provided by law.

ARTICLE IX. **AMENDMENTS**

Any amendment of the Articles of Incorporation of the Corporation shall require a minimum two-thirds (2/3) vote of the shareholders.

Any amendment of the Bylaws of the Corporation shall require a minimum two-thirds (2/3) vote of the shareholders.

ARTICLE X.
CUMULATIVE VOTING

In any election of directors by the shareholder, each shareholder of record shall have the right to cumulate his/her shares and to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares equals, or to distribute them on the same principle among as many candidates as he/she sees fit, provided, however, that notice shall be given by any shareholder to the President or Vice President of the Corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting or the election of directors that he/she intends to cumulate his/her votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the Bylaws of the Corporation.

ARTICLE XI.
DIRECTORS

The Corporation shall have two Directors initially, whose name and address are as follows:

Barbara Maxwell
6235 N. Tropical Trail
Merrit Island, FL 32953

Benjamin Median
6235 N. Tropical Trail
Merrit Island, FL 32954

ARTICLE XII.
SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation is as follows:

Barbara Maxwell
6235 N. Tropical Trail
Merrit Island, FL 32953

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 11th day of ^{July} ~~May~~, 2000. ^{BSM}

Barbara Maxwell
BARBARA MAXWELL - INCORPORATOR

STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments in the State of Florida, personally appeared BARBARA MAXWELL, known to be to be the person who executed the forgoing Complaint and she, having been by me firs duly sworn, acknowledged before me that she executed the above and foregoing Complaint for uses and purposes therein expressed, and that the facts and matters stated therein are true.

I.D. produced: DLIC FL m240077348461 Ex 9/26/02

WITNESS my hand and seal in the County and State last aforesaid this

11 day of ^{JULY 26}~~May~~, 2000.


NOTARY PUBLIC
STATE OF FLORIDA
MY COMMISSION EXPIRES:

JOAN B. GOLDENBERG
Notary Public - State of Florida
My Commission Expires May 11, 2003
Commission # CC835943

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

FILED
00 SEP 27 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 AGENT / REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

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

JOHN A. RACIN, ESQUIRE
10850 S. US HWY 1
PORT ST. LUCIE, FLORIDA 34952

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.


JOHN A. RACIN, ESQUIRE

7/13/00
DATE