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JOEL B. BLUMBERG, P.A.

ATTORNEY AT LAW

200 BUTLER STREET

SUITE 307

WEST PALM BEACH, FLORIDA 33407

TEL: (561) 683-5900 FAX: (561) 683-6600

PLEASE REPLY TO:

P.O. Box 2261

PALM BEACH, FLORIDA 33480

January 30, 2001

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-02/01/01-01102-025

*****78.75 *****78.75

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

Re: **Meillarec Enterprises, Inc.**

Dear Sir or Madam:

Enclosed, please find Articles of Incorporation and our check in the amount of \$78.75 as well as the registered agents certificate.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please return a stamped copy of the filed Articles.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Joel B. Blumberg

JBB/jpg
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MEILLAREC ENTERPRISES, INC.

ARTICLE I - NAME

The name of this Corporation and its principal place of business is:

Meillarec Enterprises, Inc.
6386 Bengal Circle
Boynton Beach, Florida 33437

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation shall be authorized to transact any and all lawful business as provided by Florida Statutes, Chapter 607, as it exists on the date hereof or as it may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
1,000	\$1.00	Common

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation and the name of the initial registered agent of this Corporation at such address are as follows:

<u>REGISTERED AGENT</u>	<u>STREET ADDRESS OF REGISTERED OFFICE</u>
Joel B. Blumberg, Esq.	200 Butler Street Suite 307 West Palm Beach, FL 33407

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The initial director of this Corporation is: Michael Meillarec

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

<u>NAME</u>	<u>ADDRESS</u>
Joel B. Blumberg, Esquire	200 Butler Street Suite 307 West Palm Beach, FL 33407

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

ARTICLE X - BEGINNING OF CORPORATE EXISTENCE

Corporate existence shall begin upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of January, 2001.


JOEL B. BLUMBERG, ESQUIRE
Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

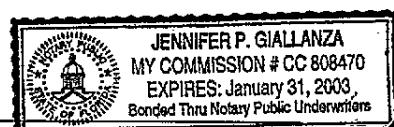
The foregoing was acknowledged before me this 30th day of January, 2001, by
Joel B. Blumberg, Esquire, as Incorporator, who is personally known to me, or who has
produced _____ as identification.


Jennifer P. Giallanza
Notary Public, State of Florida.

Commission Number:

My Commission expires:

Print Notary Name:



(Notary Seal)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

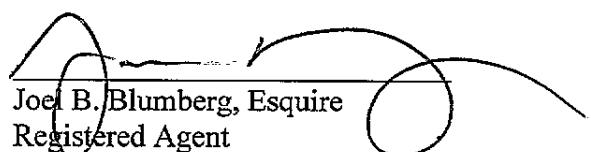
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

Meillarec Enterprises, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named Joel B. Blumberg, Esquire, 200 Butler Street, Suite 307, West Palm Beach, Florida 33407 as its agent to accept service of process within this state.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ACKNOWLEDGMENT

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Joel B. Blumberg, Esquire
Registered Agent