00004317

ACCOUNT NO. : 072100000032

REFERENCE: 196622 80573A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 22, 2001

ORDER TIME: 12:05 PM

ORDER NO. : 196622-005

CUSTOMER NO: 80573A

CUSTOMER: Edward A. Millis, Esq

Millis & Jenkins

Suite 4

1414 West Granada Boulevard

Ormond Beach, FL 32174

DOMESTIC FILING

NAME:

M.P. GROUP OF FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__CERTIFIED COPY

PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

wol-14537

700004437867--0

-06/22/01--01054--023 *****78.75 *****78.75



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

2001 JUN 22 PM 4: 05

SECRETARY OF STATE
TALLAHASSEE FLORIDA

June 22, 2001

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: M.P. GROUP OF FLORIDA, INC.

Ref. Number: W01000014537

We have received your document for M.P. GROUP OF FLORIDA, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

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.

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) 487-6052.

Claretha Golden Document Specialist New Filings Section

Letter Number: 101A00038032

PECEIVED

DEPARTMENT OF STATE

DIVISION OF CORPORATIONS

2001 JUN 25 PM 3: 52

NOT HITENDED

TO ACKNOWLEDGE

SHIFFIGENCY OF FILMIC

RESUBMIT

Please give original submission date as file date.

ARTICLES OF INCORPORATION

2001 JUN 22 PM 4: 05

M.P. GROUP OF VOLUSIA COUNTY, INC.

Article I - Name

SECRETARY OF STATE

The mailing address

M.P. GROUP OF VOLUSTA COUNTY, INCLAHASSEE FLORIDA The name of this corporation is of the corporation is: 1901 Mason Avenue, Suite 106, Daytona Beach, FL 32117.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purposes

The general purposes for which this corporation is initially organized are as follows: The purchase, sale and lease of real estate properties, to design, manufacture, assemble, sell, install, distribute or otherwise deal in all types of equipment, appliances, products and devices; to own personal property; to own, hold, lease, improve and develop real estate; engage in any type of lawful business; lend or borrow money, and to draw, make, accept, discount and issue promissory notes, bills of exchange and other negotiable instruments, and to secure the same by mortgage or otherwise; to have offices and officers, agents and agencies in the State of Florida or in any other of the states of the United States, or any dependencies of the United States, or in foreign countries; and to exercise generally such powers as may be incident to or convenient for the purposes and businesses of the corporation and to engage in any activity or business permitted under the laws of the United States and the State of Florida, it being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict the general powers of the corporation.

Article IV - Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be one hundred thousand (100,000) shares of common voting stock with a par value of ten cents (\$.10) per share. All stock issue shall be fully paid.

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 is 1901 Mason Avenue, suite 106, Daytona Beach, FL 32117, and the name of the initial registered agent of this corporation at that address is Kenneth W. Presley, who hereby accepts such designation by his signature hereto.

Article VII - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>Name</u> <u>Address</u>

Michael Lloyd Mott 1901 Mason Avenue, #106

Daytona Beach, FL 32117

Kenneth W. Presley 1901 Mason Avenue, #106

Daytona Beach, FL 32117

Article VIII - Incorporator

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

Name Address

Michael Lloyd Mott 1901 Mason Avenue, #106

Daytona Beach, FL 32117

Article IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article X - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this day of day of ________, 2001.

Michael Lloyd Mott

STATE OF FLORIDA COUNTY OF VOLUSIA

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Michael Lloyd Mott, who produced a driver's license as identification and who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this day of _______, 2001.

Notary Public, State of Florida My Commission expires:



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance therewith:

M.P. GROUP OF VOLUSIA COUNTY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Daytona Beach, County of Volusia, State of Florida, has named Kenneth W. Presley, located at 1901 Mason Avenue, Suite #106, Daytona Beach, Fl 32117, as its agent to accept service of process within this state.

ACCEPTANCE

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

Kenneth W. Presley Registered Agent

2001 JUN 22 PM 4: 05
SECRETARY OF STATE

ACCOUNT NO.: 072100000032

REFERENCE: 196622 80573A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: June 22, 2001

ORDER TIME: 12:05 PM

ORDER NO. : 196622-005

CUSTOMER NO: 80573A

CUSTOMER: Edward A. Millis, Esq.

Millis & Jenkins

Suite 4

1414 West Granada Boulevard Ormond Beach, FL 32174

DOMESTIC FILING

NAME:

M.P. GROUP OF FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

_ ARTICLES OF ORGANIZATION

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PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

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FLORIDA DEPARTMENT OF STATE Katherine Harris

atnerine Harris Secretary of State FILED

2001 JUN 22 PM 4: 05

SECRETARY OF STATE
TALLAHASSEE FLORIDA

June 22,-2001

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

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Claretha Golden Document Specialist New Filings Section

Letter Number: 101A00038032

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATION
2001 JUN 25 PM 3: 5'
TO AGKNOWLEDGE
SUFFICIENCY OF FILING

RESUBMIT
Please give original submission date as file date.

ARTICLES OF INCORPORATION

2001 JUN 22 PM 4: 05

M.P. GROUP OF VOLUSIA COUNTY, INC.

Article I - Name

SECRETARY OF STATE

M.P. GROUP OF VOLUSTA COUNTY, INCLAHASSEE FLORIDA The mailing address The name of this corporation is of the corporation is: 1901 Mason Avenue, Suite 106, Daytona Beach, FL 32117.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purposes

The general purposes for which this corporation is initially organized are as follows: The purchase, sale and lease of real estate properties, to design, manufacture, assemble, sell, install, distribute or otherwise deal in all types of equipment, appliances, products and devices; to own personal property; to own, hold, lease, improve and develop real estate; engage in any type of lawful business; lend or borrow money, and to draw, make, accept, discount and issue promissory notes, bills of exchange and other negotiable instruments, and to secure the same by mortgage or otherwise; to have offices and officers, agents and agencies in the State of Florida or in any other of the states of the United States, or any dependencies of the United States, or in foreign countries; and to exercise generally such powers as may be incident to or convenient for the purposes and businesses of the corporation and to engage in any activity or business permitted under the laws of the United States and the State of Florida, it being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict the general powers of the corporation.

Article IV - Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be one hundred thousand (100,000) shares of common voting stock with a par value of ten cents (\$.10) per share. All stock issue shall be fully paid.

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Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1901 Mason Avenue, suite 106, Daytona Beach, FL 32117, and the name of the initial registered agent of this corporation at that address is Kenneth W. Presley, who hereby accepts such designation by his signature hereto.

Article VII - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>Name</u> <u>Address</u>

Michael Lloyd Mott 1901 Mason Avenue, #106

Daytona Beach, FL 32117

Kenneth W. Presley

1901 Mason Avenue, #106

Daytona Beach, FL 32117

Article VIII - Incorporator

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

<u>Name</u> Address

Michael Lloyd Mott 1901 Mason Avenue, #106

Daytona Beach, FL 32117

Article IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article X - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 2/2 day of _______, 2001.

Michael Lloyd Mott

STATE OF FLORIDA COUNTY OF VOLUSIA

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Michael Lloyd Mott, who produced a driver's license as identification and who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this day of _______, 2001.

Notary Public, State of Florida My Commission expires:



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance therewith:

M.P. GROUP OF VOLUSIA COUNTY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Daytona Beach, County of Volusia, State of Florida, has named Kenneth W. Presley, located at 1901 Mason Avenue, Suite #106, Daytona Beach, Fl 32117, as its agent to accept service of process within this state.

ACCEPTANCE

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

Kenneth W. Presley Registered Agent

2001 JUN 22 PM 4: 05
SECRETARY OF STATE