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TRANSMITTAL LETTER

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

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: MORGANN MANAGEMENT (USA), INC.

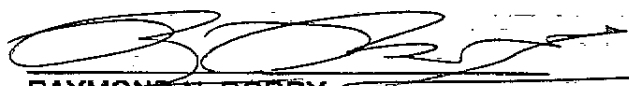
Enclosed is an original and one copy of the Articles of Incorporation, the Designation, and Acceptance of Registered Agent for a Florida Corporation.

Also enclosed is a check made payable to DEPARTMENT OF STATE for:

- |                                     |          |  |
|-------------------------------------|----------|--|
| <input checked="" type="checkbox"/> | \$70.00  | Filing Fee                               |
| <input checked="" type="checkbox"/> | \$78.75  | Filing Fee & Certificate                 |
| <input type="checkbox"/>            | \$122.50 | Filing Fee & Certified Copy              |
| <input type="checkbox"/>            | \$131.25 | Filing Fee, Certified Copy & Certificate |

01 OCT -1 PM 2:15  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FROM:

  
RAYMOND N. RODDY  
2212 N.W. 20<sup>th</sup> Avenue  
Stuart, FL 34994  
(561) 692-2323

Ps  
10/2/01

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# **ARTICLES OF INCORPORATION OF MORGANN MANAGEMENT (USA), INC.**

## **ARTICLE I. CORPORATE NAME.**

The name of this corporation is MORGANN MANAGEMENT (USA), INC.

## **ARTICLE II. PRINCIPAL OFFICE.**

The principal place of business of this corporation is:

2212 N.W. 20<sup>th</sup> Avenue  
Stuart, Florida 34994

The mailing address of this corporation is:

2212 N.W. 20<sup>th</sup> Avenue  
Stuart, Florida 34994

## **ARTICLE III. CAPITAL STOCK.**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten (10) shares of common stock. Such shares shall be of a single class and shall have a par value of One (\$1.00) Dollar per share.

## **ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.**

The name and address of the initial registered agent is:

RAYMOND N. RODDY  
2212 N.W. 20<sup>th</sup> Avenue  
Stuart, Florida 34994

**ARTICLE V. INCORPORATORS.**

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

Raymond N. Roddy, 2212 N.W. 20<sup>th</sup> Avenue, Stuart, Florida 34994

**ARTICLE VI. DIRECTORS.**

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

The name and street address of the member of the first Board of Directors is:

Raymond N. Roddy, 2212 N.W. 20<sup>th</sup> Avenue, Stuart, Florida 34994

This director shall hold office until the first annual meeting or until his successor is elected or appointed and qualified as provided in the By-Laws.

**ARTICLE VII. OPTIONAL PROVISIONS.**

None.

The undersigned has executed these articles of Incorporation on this 28<sup>TH</sup>  
day of SEPTEMBER, 2001.



RAYMOND N. RODDY

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**DESIGNATION OF REGISTERED AGENT**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of F.S. §607.0501, 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

MORGANN MANAGEMENT (USA), INC.

2. The name of the registered agent is

RAYMOND N. RODDY

3. The address of the registered agent/registered office is

2212 N.W. 20<sup>th</sup> Avenue  
Stuart, Florida 34994

**ACCEPTANCE**

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

DATE: 09/28/01

  
RAYMOND N. RODDY