

Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

M L BERNDT ENTERPRISES, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 24, 2001

HARPER KYNES GELLER

SUBJECT: M L BERNDT ENTERPRISES, INC.
REF: W01000024658

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~~The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")~~ Included in document

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

M L BERNDT ENTERPRISES, INC.

EFFECTIVE DATE

10-21-01

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

M L BERNDT ENTERPRISES, INC. shall be the name of this corporation, and the mailing address and its principal office shall be: 12010 - 107th Avenue North, Largo, FL 33778.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have on hand at any time is 1,000 shares of common stock having \$1.00 par value. The authorized capital stock may be paid for in cash, services or other property at a just value to be fixed by the board of directors of the corporation at any regular or special meeting of the same.

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares which the shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. 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 prices, terms and conditions of the issue of shares, and inviting the shareholder to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the

This Instrument Prepared By:
MANUEL L. BERNDT
12010 - 107th Avenue North
Largo, FL 33778

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corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE IV - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 12010 - 107th Avenue North, Largo, FL 33778, and the name of the initial registered agent of the corporation at that address is: MANUEL L. BERNDT. Having been so named to accept said service of process, said registered agent hereby accepts said designation to act in said capacity and agrees to comply with the provisions of the Florida Statutes relating to keeping open said office and so accepts by signing the Articles of Incorporation hereunder.

ARTICLE V - SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VI - INITIAL INCORPORATOR

IncorporatorAddress

MANUEL L. BERNDT

12010 - 107th Avenue North
Largo, FL 33778

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ARTICLE VII - EFFECTIVE DATE

The effective date of this Corporation is October 24, 2001.

IN WITNESS WHEREOF, I, the undersigned, have set my hand and seal to the foregoing Articles of Incorporation for M L BERNDT ENTERPRISES, INC. and acknowledge the same under the laws of the State of Florida, this 1 day of October, 2001.


MANUEL L. BERNDT

Incorporator and Registered Agent