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A. HAMILTON COOKE
BOARD CERTIFIED WILLS,
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December 13, 2001

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399

100004726771--0
-12/14/01--01054--001
*****78.75 *****78.75

Re: McFipp, Inc.

Gentlemen:

Enclosed for filing is the original Articles of Incorporation of McFipp, INC. Also enclosed is an extra copy of the signed Articles for the purpose of certification.

Finally, I enclose my firm check in the amount of \$78.75 in payment of the filing fee of \$35.00, the Registered Agent Designation fee of \$35.00, and the cost of a certified copy of the Articles of \$8.75.

Please return the certified copy to me at your earliest convenience.

Thank you for your assistance.

Sincerely yours,


A. Hamilton Cooke

AHC/mj
Enclosures
cc: Paul D. McLaughlin
(Corporate:McFipp-FileArt of Inc-Ltr)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
McFIPP, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

Article I - Name

The name of this corporation is **McFipp, Inc.**

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Shares

This corporation is authorized to issue a single class of common stock in an aggregate number of 1000 shares, having \$1.00 value per share, each share carrying the right of one vote.

Article V - Principal and Registered Office and Registered Agent

The street address of the principal office of the corporation is 735 Selva Lakes Circle, Atlantic Beach, Florida 32233 and the address of the initial registered office of this corporation is 1301 Riverplace Blvd., Suite 2254, Jacksonville, Florida 32207-9036 and the name and address of the initial registered agent are A. Hamilton Cooke, Esq., 1301 Riverplace Blvd., Suite 2254, Jacksonville, Florida 32207-9036.

Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided

by the Bylaws, but shall never be fewer than one. The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Paul D. McLaughlin	735 Selva Lakes Circle Atlantic Beach, Florida 32233
Bernard E. Fipp	1344 Dellcrest Lane La Jolla, California 92037

Article VII - Incorporator

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

<u>Name</u>	<u>Address</u>
Paul D. McLaughlin	735 Selva Lakes Circle Atlantic Beach, Florida 32233

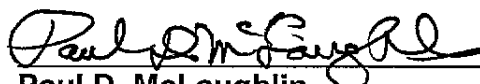
Article VIII - Indemnification

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the fullest extent possible under Florida law or as may be more fully set forth in the by-laws.

Article IX - Amendment

This corporation reserves the right to amend or repeal any provision 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 incorporators have executed these Articles of Incorporation this 13TH day of DECEMBER, 2001.


Paul D. McLaughlin
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 13th day of December, 2001, by **Paul D. McLaughlin**.

Margaret C. Johnson
Sign Name

MARGARET C. JOHNSON

Print Name

Notary Public, State of Florida

My Commission Expires: _____



Margaret C. Johnson
MY COMMISSION # CC814736 EXPIRES
June 2, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

(Please check appropriate statement)

☒ is personally known to me; or

☐ produced identification (specify type) _____

Type of identification produced: a current driver's
license; or other _____.

**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 and 607.034, Florida Statutes, the following is submitted:

McFIPP, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at Jacksonville, County of Duval, State of Florida, has named A. Hamilton Cooke, Jacksonville, County of Duval, State of Florida, Agent to accept service of process within this State.

Acknowledgment

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

DATED the 13 day of December, 2001.


A. Hamilton Cooke

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA