

Division of Corporations  
H02000027889

Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

FILED  
2002 MAR 13 AM 5:02  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**MNP MANAGEMENT GROUP, INC.**

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MNP MANAGEMENT GROUP, INC.

ARTICLES - NAME

The name of this Corporation is MNP Management Group, Inc.

ARTICLE III - PURPOSE

The general nature of this business to be transacted by the Corporation and its objects and powers shall be as follows:

To perform all legal purposes and engage in the transaction of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this Corporation is authorized to issue is 500 shares of common stock, which shall have a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AGENT

The street address and principal office of the initial registered office of this corporation is 1661 NE 32 Court Pompano Beach, FL 33064 and the name of the initial registered agent at that address is Susan L. Stilwell.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE (1) director constituting the initial Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws. The names and addresses of the initial members of the Board of Directors is:

Susan L. Stilwell  
1661 NE 32 Court  
Pompano Beach, FL 33064

ARTICLE VII - INCORPORATOR

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

Susan L. Stilwell  
1661 NE 32 Court  
Pompano Beach, FL 33064

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or appeal 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 subscriber has executed these Articles of Incorporation this \_\_\_\_ day of February, 2002.

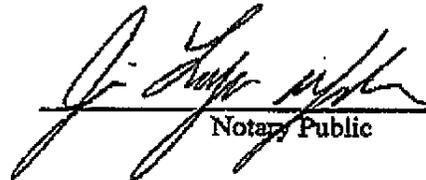
  
\_\_\_\_\_  
Susan L. Stilwell

STATE OF FLORIDA     )  
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Susan L. Stilwell known to me and known by me to be the person who executed the forgoing Articles of Incorporation for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and have affixed my official seal in the State and County aforesaid, this \_\_\_\_ day of February, 2002.

My commission expires:

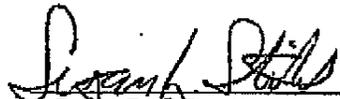
  
\_\_\_\_\_  
Notary Public



Jamie Lynn Yoder  
Commission # CC 922569  
Expires March 26, 2004  
Bonded thru  
Atlantic Bonding Co., Inc.

**CERTIFICATE OF REGISTERED AGENT FOR PURPOSES OF SERVICES OF  
PROCESS WITHIN THE STATE, NAMING AGENT UPON PROCESS MAY BE  
SERVED.**

I, Susan L. Stilwell having been named to accept service of process for  
MNP Management Group, Inc., a corporation desiring to organize under the laws of the  
State of Florida with its principal office as indicated in the Articles of Incorporation, at  
the city of Pompano Beach, County of Broward, State of Florida, do hereby accept to act  
in this capacity and agree to comply with the provisions of the Florida Statutes relative to  
keeping open said office.

  
\_\_\_\_\_  
Susan L. Stilwell

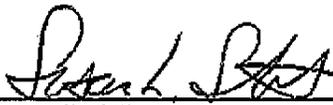
**CERTIFICATE DESIGNATIONN (OR CHANGING) PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE.  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That MNP Management Group, Inc. desiring to organize under the laws of the State of Florida with it's principal office, as indicated in the articles of incorporation at City of Pompano Beach, County of Broward, State of Florida has named Susan L. Stilwell located at 1661 NE 32 Court, City of Pompano Beach, County of Broward, State of Florida 33064, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT: (Must be signed by designated agent)**

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

BY   
Susan L. Stilwell

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2002 MAR 13 AM 5:03

FILED