

PO2000054645



ACCOUNT NO. : 072100000032

REFERENCE : 583301 3487A

AUTHORIZATION :

Patricia Pizote

COST LIMIT : \$ 78.75

ORDER DATE : May 16, 2002

ORDER TIME : 2:36 PM

ORDER NO. : 583301-005

200005556142--5

CUSTOMER NO: 3487A

CUSTOMER: Mr. Robert P. Angelo
Icard Merrill Cullis Timm
Furen & Ginsburg, Pa
Suite 600
2033 Main Street
Sarasota, FL 34237

DOMESTIC FILING

NAME: MASUDAJIMA, INC.

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar - EXT. 1124

EXAMINER'S INITIALS:

RECEIVED
MAY 16 PM 4:48
TALLAHASSEE FLORIDA
STATE
DIVISION OF CORPORATIONS

RECEIVED
MAY 16 PM 3:27
TALLAHASSEE FLORIDA
STATE
DIVISION OF CORPORATIONS

g 5/16/02

ARTICLES OF INCORPORATION

OF

MASUDAJIMA, INC.

2002 MAY 16 PM 4:48

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation ("Corporation") is Masudajima, Inc.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any lawful act, activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 4046 Webber Street, Sarasota, Florida 34232.

ARTICLE V - CAPITAL STOCK

The shares of stock of the Corporation shall consist of only one class of stock. The number of shares of stock this Corporation is authorized to issue and have outstanding is Two Thousand (2000) shares of Common Stock, having a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The initial street address of the Corporation's registered office is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main Street, Suite 600, Sarasota, FL 34237. The initial registered agent for the Corporation at that address is Bruce P. Chapnick, Esq.

ARTICLE VII - DIRECTORS

The initial Board of Directors shall consist of three (3) members. The names and addresses of the persons who will serve on the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
James E. Barngrover	4533 Wilkinson Road Sarasota, FL 34233
David L. Barngrover	4046 Webber Street, Sarasota, FL 34232
Matthew J. Barngrover	4046 Webber Street Sarasota, FL 34232

ARTICLE VIII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Bruce P. Chapnick	2033 Main Street, Suite 600 Sarasota, FL 34237

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

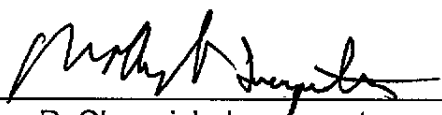
ARTICLE X - AMENDMENT

The Articles of Incorporation may be amended in certain instances by the Board of Directors pursuant to applicable law and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI - SHAREHOLDER ACTION

An affirmative vote of fifty-one percent (51%) of the shares of the capital stock of the Corporation shall be required for any Shareholder action.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of May, 2002.



Bruce P. Chapnick, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Masudajima, Inc. at the place designated in the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.



Bruce P. Chapnick, Registered Agent

Date: May 15, 2002

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2002 MAY 16 PM 4:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA