

Transmittal Letter

FILED

02 JUN 17 PM 2:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date: June 11, 2002

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Mar-Donn Associates, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certified Copy of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Mark Waldron

By: Mark Waldron
(individual's name)

Mar-Donn Associates, Inc.
(name of corporation)

MAILING ADDRESS OF REGISTERED AGENT:

Mark Waldron
8458 Beaconhill Rd.
Palm Beach Gardens, Fl. 33410

MAILING ADDRESS OF CORPORATION:

Mar-Donn Associates, Inc.
c/o Mark Waldron
8458 Beaconhill Rd.
Palm Beach Gardens, Fl. 33410

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ARTICLES OF INCORPORATION
of
Mar-Donn Associates, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the state of Florida.

ARTICLE I
CORPORATION NAME AND PRINCIPAL OFFICE

The name of the corporation is:

Mar-Donn Associates, Inc.,

The corporation's principal office and mailing address is:

**Mar-Donn Associates, Inc.
c/o Mark Waldron
8458 Beaconhill Rd.
Palm Beach Gardens, Fl. 33410**

ARTICLE II
DURATION

This corporation shall exist perpetually unless dissolved in accordance with Florida Law.

ARTICLE III
PURPOSE

The corporation is organized for the primary purpose of engaging in consulting related activities as permitted under the laws of the United States and the State of Florida. The corporation however, may engage in any other activity or business that is also permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue One-Thousand shares (1000) of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this Corporation is the person named below:

Mark Waldron
8458 Beaconhill Rd.
Palm Beach Gardens, Fl. 33410

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time-to-time by By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial board of director(s) of the corporation are:

Mark Waldron
8458 Beaconhill Rd.
Palm Beach Gardens, Fl. 33410

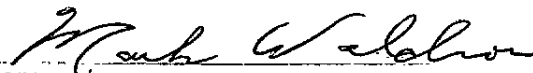
ARTICLE VII
INCORPORATORS

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

Mark Waldron
8458 Beaconhill Rd.
Palm Beach Gardens, Fl. 33410

IN WITNESS WHEREOF,

the undersigned incorporator has executed these Articles of Incorporation this
13th day of June, 2002.


Incorporator

State of Florida

SS

County of Palm Beach

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared


Mark Waldron

Known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that HE executed these Articles of Incorporation.

IN WITNESS WHEREOF,

I have hereunto affixed my hand and seal, in the State and County aforesaid, this

13th day of 13th, 2002.
June


Notary Public, State of Florida, at Large

Notary Seal



David Marshburn
My Commission DD014460
Expires April 02, 2005

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
CERTIFICATE OF REGISTERED AGENT

OF

Mar-Donn Associates, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at **8458 Beaconhill Rd.
Palm Beach Gardens, Fl. 33410**

has named **Mark Waldron**

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

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


(registered agent signature)