

ATTORNEY AT LAW 1403 DUNN AVENUE, SUITE 20 JACKSONVILLE, FL 32218

LAWRENCE J. BERNARD JOSEPH B. SHACTER

(904) 751-6980 FAX (904) 751-6983 REAL PROPERTY PROBATE

July 23, 2002

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

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Re:

Mari, Inc. a Florida corporation

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above referenced corporation which are forwarded to you for filing with the State of Florida. Please file same and return to me a stamped copy and letter issuing a Division of Corporations document number. I have included my firm check in the amount of \$70.00 to cover your filing fees.

Thank you for your kind attention to this matter.

Very sincerely,

Lawrence J. Bernard

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LJB:jlm

Enclosures

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 30, 2002

LAWRENCE J BERNARD, ESQ. 1403 DUNN AVENUE, SUITE 20 JACKSONVILLE, FL 32218

SUBJECT: MARI, INC.

Ref. Number: W02000021847

We have received your document for MARI, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan Document Specialist New Filing Section

Letter Number: 702A00045859

ARTICLES OF INCORPORATION OF MARI ENTERPRISES, INC., a Florida corporation

I, the undersigned, do hereby form a corporation, and for such purpose I hereby make, execute and adopt the following Articles of Incorporation.

ARTICLE ONE

NAME OF CORPORATION AND ADDRESS OF PRINCIPAL OFFICE

The name of this corporation shall be: **MARI ENTERPRISES, INC.**, a Florida corporation. The address of the principal office of the corporation is: 2729 Marshland Drive, Jacksonville, Florida 32226.

ARTICLE TWO

PURPOSE

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

ARTICLE THREE

DURATION

The term for which this corporation shall exist shall be perpetual commencing on the date filed with the Secretary of State.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares at One Dollar (\$1.00) par value common stock.

ARTICLE FIVE

INCORPORATORS

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

Michael L. Mari 2729 Marshland Drive Jacksonville, Florida 32226

ARTICLE SIX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval of the shareholders.

ARTICLE SEVEN

RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite his or her name:

NAME

SHARES

Michael L. Mari

50 shares

Shares held by the initial shareholders and subsequent shareholders may not be sold or otherwise transferred to other persons or hypothecated in any manner unless such shares are first offered to the remaining shareholders or to this corporation. Further, the remaining shareholders must first issue their written approval of the prospective buyer as a contingency to the sale of such stock being consummated. The price and terms of which, and the time within which, such shares may be offered and sold may be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE EIGHT

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof at the price at which it is offered to others.

ARTICLE NINE

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2729 Marshland Drive, Jacksonville, Florida 32226, and the name of the initial registered agent of this corporation at this address is Michael L. Mari.

ARTICLE TEN

INITIAL BOARD OF DIRECTORS

This corporation shall have (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be more than ten. The name and address of the initial director(s) of this corporation is:

Michael L. Mari 2729 Marshland Drive Jacksonville, Florida 32226

ARTICLE ELEVEN

The names and post office addresses of the officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed and have qualified are as follows:

President/Secretary/Treasurer

Michael L. Mari 2729 Marshland Drive Jacksonville, Florida 32226

ARTICLE TWELVE

SHAREHOLDERS QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE THIRTEEN

INDEMNIFICATION

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

ARTICLE FOURTEEN

AMENDMENT

This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of Tuy, 2002.

Michael L. Mari

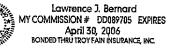
STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was sworn to and subscribed before me this 244 day of 1600 2002, by Michael L. Mari, who has produced as identification.

Signature of person taking acknowledgment

Printed name of person taking acknowledgment



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, Florida Statutes, the following is submitted in compliance MARI ENTERPLISES, UNC.

with said Act: First, that, a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named MICHAEL L. MARI, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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 provision of said act relative to keeping office open.

Michael I Mori

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2 AUG -9 AM 9:51
ECRETARY OF STATE
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