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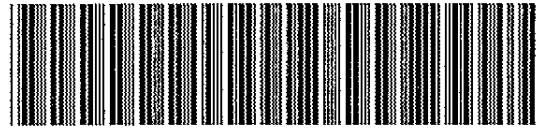
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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12/18/02--01068--008 \*\*78.75

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02 DEC 18 AM 8:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LAW OFFICE OF  
**PEEBLES & GRACY, P.A.**

ATTORNEY AND COUNSELOR AT LAW

FREDERICK T. PEEBLES  
1802 - 1882  
GREGORY D. GRACY

December 17, 2002

*VIA EXPRESS MAIL*

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: **MJP Management, Inc.**

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for filing relative to the above.

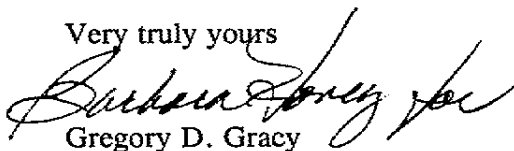
Also enclosed is our check for \$78.75 to cover the costs of the following services:

Filing fee for profit corporation	\$ 35.00
Certificate designating registered agent	\$ 35.00
One certified copy of the Articles of Incorporation	\$ <u>8.75</u>

**Total** **\$78.75**

Your assistance is appreciated. If anything further is required, please let us know.

Very truly yours

  
Gregory D. Gracy

GDG:bh  
Enclosures  
cc: Mr. Paul G. Merlino

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02 DEC 18 AM 8:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**MJP MANAGEMENT, INC.**

A Florida Corporation

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

**ARTICLE I**

The name of the Corporation shall be: **MJP Management, Inc.**

**ARTICLE II**

This Corporation is to exist perpetually unless dissolved in accordance with the Laws of the State of Florida.

**ARTICLE III**

This Corporation may engage in any activities of business permitted under the Laws of the United States and of this State.

**ARTICLE IV**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is **1,000** shares of common stock at **\$1.00** par value. All or any part of said stock of this Corporation may be paid for wholly or in part for cash or other property, excluding stock or other securities, at a just valuation to be fixed by the Directors of this Corporation at any regular or special meeting and any and all shares so issued shall be fully paid and nonassessable.

**ARTICLE V**

The initial street and mailing address of the principal office of this Corporation in the State

of Florida is 5910 Seaside Drive, New Port Richey, Florida 34652. The Board of Directors may from time to time move the principal office to any other address in Florida. This Corporation shall have the privilege of having such branch offices at such other places within the State of Florida or without the State of Florida and within and without the United States of America as may be designated from time to time by the Directors of the Corporation.

#### **ARTICLE VI**

This Corporation shall not have less than two (2) Directors initially; the number of Directors may be increased or decreased from time to time by the By-Laws adopted by the Stockholders.

#### **ARTICLE VII**

The names and mailing addresses of the members of the first Board of Directors are

Paul G. Merlino - 5910 Seaside Drive, New Port Richey, FL 34652

Eiko Merlino - 5910 Seaside Drive, New Port Richey, FL 34652

#### **ARTICLE VIII**

Pursuant to §48.091, Florida Statutes, PAUL G. MERLINO, whose address is 5910 Seaside Drive, New Port Richey, FL 34652, is hereby named as agent of this Corporation to accept service of process within the State of Florida. The said Paul G. Merlino, by execution of these Articles does accept to act in this capacity and agrees to comply with the provisions of §607.0505, Florida Statutes, relative to keeping open said office located at the above address.

#### **ARTICLE IX**

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that

a certain amendment to these Articles of Incorporation be made.

**ARTICLE X**

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

Paul G. Merlino - 5910 Seaside Drive, New Port Richey, FL 34652

**IN WITNESS WHEREOF**, the undersigned has made and subscribed these Articles of Incorporation for the uses and purposes aforesaid on the 17<sup>th</sup> day of December, 2002.

*Paul G. Merlino*

PAUL G. MERLINO

**ACCEPTANCE BY REGISTERED AGENT**

I, **Paul G. Merlino**, agree to accept the designation of Registered Agent for **MJP Management, Inc.**, and as such Registered Agent to comply with all requirements, including acceptance of service of process, pursuant to Chapter 607, Florida Statutes, which apply to my capacity as a Registered Agent.

*Paul G. Merlino*

Paul G. Merlino  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA