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ALLIANCE PERSONAL SERVICES, INC.
707 MABBETTE ST.
KISSIMMEE, FL 34741
Phone: 407-944-3900 Fax: 407-944-3901

December 21, 2004

Florida Department of State
Attn: Document Specialist
P.O. Box 6237
Tallahassee, FL 32314

RE: Articles of Incorporation for Mac Arthur & Sons, Inc.

Dear Customer Service:

Enclosed please find one original and one copy of the Articles of Incorporation on the above referenced corporation and a check for the filing fee.

Your approval, filing, certification and return of the certified copy to the undersigned will be greatly appreciated. Please call the number above should you require any additional information.

Sincerely,



Sharon A. LaPointe
Paralegal

**ARTICLES OF INCORPORATION
OF
MAC ARTHUR & SONS, INCORPORATED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MAC ARTHUR & SONS, INCORPORATED

The address of the principal office of this corporation shall be:

25 S. Canoe Creek Rd., Kenansville, Florida 34739

and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 per value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be **25 S. Canoe Creek Rd., Kenansville, Florida 34739**, and the name of the initial registered agent of the corporation at that address is **Theresa Mac Arthur**.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation manager under the direction of its Board of Directors, subject to any imitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

**Theresa Mac Arthur/Secretary/Vice Pres.
25 S. Canoe Creek Rd.
Kenansville, Florida 34739**

**Bruce Mac Arthur/President
25 S. Canoe Creek Rd.
Kenansville, Florida 34739**

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

Bruce Mac Arthur, 25 S. Canoe Creek Rd., Kenansville, Florida 34739

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand this 20th day of December, 20 04.

By: [Signature]
Bruce Mac Arthur, Incorporator

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 20th day of December, 2004, by Bruce Mac Arthur who is personally known to me or who has produced Personal Knowledge, as identification and who did/did not take an oath.



Sharon A. LaPointe
Commission # DD 042294
Expires Aug. 3, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

[Signature]
NOTARY PUBLIC STATE OF FLORIDA

Sharon A. LaPointe
PRINTED NAME OF NOTARY PUBLIC

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTRERD AGENT

Certificate of Registered Agent of **MAC ARTHUR & SONS, INCORPORATED**, pursuant to Florida Statutes, Section 49.091 and 607.0501, 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 25 S. Canoe Creek Rd., Kenansville, Florida 34739 has named THERESA MAC ARTHUR, located at 25 S. Canoe Creek Rd., Kenansville, Florida 34739 as its registered agent to accept service of process within this state. Under that acknowledgement having been named registered agent to accept service of process for the above stated corporation at the place designated in this certificate and being familiar with the obligations of that positions, 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

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