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2-21-05

Christine M. DiFiore

Requestor's Name

7320 Griffin Rd #203

Address

Davie FL 33314

City

State

ZIP

Phone

954-693-9118

CORPORATION(S) NAME

Meridian Solutions, Inc.



Empire Toll Free: 1-800-432-3028



Profit

( ) NonProfit

( ) Amendment

( ) Merger

( ) Foreign

( ) Dissolution

( ) Mark

( ) Limited Partnership

( ) Annual Report

( ) Other

( ) Reinstatement

( ) Reservation

( ) Change of Registered Agent



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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 24, 2005

EMPIRE

SUBJECT: MERIDIAN SOLUTIONS, INC.  
Ref. Number: W05000009598

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FEB 24 2005  
TALLAHASSEE, FLORIDA

We have received your document for MERIDIAN SOLUTIONS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

The document number of the name conflict is L03000019096 ( MERIDIAN SOLUTIONS LLC ).

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) 245-6934.

Loria Poole  
Document Specialist  
New Filings Section

Letter Number: 605A00012977

**ARTICLES OF INCORPORATION  
OF**

**MERIDIAN SOLUTIONS Group, Inc.**

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 - NAME OF CORPORATION**

The name of this corporation shall be MERIDIAN SOLUTIONS Group, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal address of this corporation shall be:

780 N.E. 69<sup>th</sup> Street, #1406  
Miami, Florida 33138

**ARTICLE III - NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - DURATION**

This corporation shall have a perpetual existence, unless sooner dissolved in accordance with the law of the State of Florida. The date on which corporate existence shall begin is the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares. Such shares shall be of a single class known as Common Stock, and shall have a par value of One Dollar (\$ 1.00) per share.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 7320 Griffin Road, Suite #203, Davie, Florida 33314. The name of the initial registered agent of this corporation at that address is Christine M. DiFiore, C.P.A.

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05 MAR - 1 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VII – INITIAL BOARD OF DIRECTORS**

This corporation shall have an initial Board of Directors of One (1). The number of directors may be either increased or diminished from time to time but the number shall, subject to ARTICLE IX below, never be less than One (1) nor more than Five (5). The name and address of the initial director for this corporation is:

NAME:

ADDRESS:

Keith J. Houlihan

780 N.E. 69<sup>th</sup> Street, #1406  
Miami, Florida 33138

## **ARTICLE VIII – INCORPORATOR**

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

NAME:

ADDRESS:

Christine M. DiFiore

7320 Griffin Road  
Suite 203  
Davie, Florida 33314

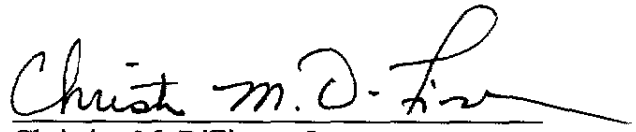
## **ARTICLE IX – MANAGEMENT OF CORPORATION BY STOCKHOLDERS**

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the Board of Directors.

## **ARTICLE X – AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22<sup>nd</sup> day of February, 2005.

  
Christine M. DiFiore – Incorporator

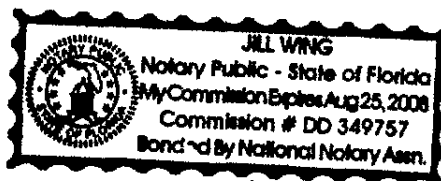
STATE OF FLORIDA       }  
                                      } SS:  
COUNTY OF BROWARD    }

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Christine M. DiFiore known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hands and affixed my official seal in the State and County aforesaid, this 22<sup>nd</sup> day of February, 2005.

My Commission Expires:

Jill Wing  
NOTARY PUBLIC



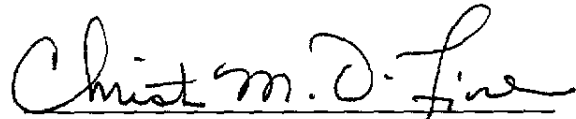
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST - That MERIDIAN SOLUTIONS desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 780 N.E. 69<sup>th</sup> Street, #1406, City of Miami, County of Miami-Dade, State of Florida has named Christine M. DiFiore located at 7320 Griffin Road, Suite #203, Town of Davie, County of Broward, State of Florida, 33314, 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 I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Christine M. DiFiore

2-22-05

Date

**FILED**  
05 MAR -1 PM 1:59  
CLERK OF STATE  
TALLAHASSEE, FLORIDA