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TALLAWSSEE, FLORIDA

SEP 28 PM 7: 36

COVER LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:	Doc Martin Inc (PROPOSED CORPORA	C. TE NAME – <u>MUST INCL</u>	UDE SUFFIX)
\$70.00	ginal and one (1) copy of the arti \$78.75 Filing Fee & Certificate of Status	cles of incorporation and \$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee,
		ADDITIONAL CO	Status
FROM:		(Printed or typed) Sorest Court Address	
		328/9 , State & Zip	

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation

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

Article I - Name of the Corporation

The name of the corporation shall be Doc Martin, Inc.

Article II - Duration

This corporation shall have perpetual existence commencing on the date of the Articles with the Department of State.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may be amended.

Article IV - Principal Office

The principal place of business and mailing address of this corporation shall be 7713 Pine Forest Court, Orlando, FL 32819.

Article V - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,00 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

Article VI - Initial Registered Agent and Address

The name and address of the initial registered agent is:

Martin Smith 7713 Pine Forest Court Orlando, FL 32819

Article VII - Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorate share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VIII - Initial Board of Directors and Incorporators

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the by-laws; however, there shall never be less than one director. The name and address of the initial Directors and the incorporators signing these papers are:

Martin Smith President 7713 Pine Forest Court Orlando, FL 32819 Cendrina Tapia Secretary/Treasurer 7713 Pine Forest Court Orlando, FL 32819

Article IX - Indemnification

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

Article X - Amendments

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the stockholders is subject to this reservation.

Article XI – Special Provisions

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officer to accomplish compliance.

The undersigned have executed the Articles of Incorporation this 23rd day of September, 2005.

Signature:

Martin Smith

President

Signature:

Cendrina Tapia Secretary/Treasurer

Certificate of Designation Registered Agent/Registered Office

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Doc Martin, Inc.

2. The name and address of the registered agent and office is:

Martin Smith 7713 Pine Forest Court Orlando, FL 32819

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signature

Martin Smith

Registered Agent

Date

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