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# BOWMAN & WILSON

*Attorneys at Law*

**Steven H.L. Bowman, Esq.**  
**Lora E. Wilson, Esq.**



611 U.S. Hwy 41 South  
Inverness, Florida 34450  
352-726-3800  
1-866-463-3800 toll free  
352-726-2220 fax

October 11, 2005

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

Re: McLain Consulting Incorporated

Madam/Sir:

Enclosed please find an original and one copy of the Articles of Incorporation for the above described corporation. Please file the original document with your office and then certify and return the copy to my office. Enclosed please find a check in the amount of \$78.75 covering the Filing Fee, the Certificate designating registered agent and the Certified Copy.

Thank you for your attention to this matter. Should you have any questions, please feel free to contact my office.

Yours very truly,

STEVEN H.L. BOWMAN, P.A.



STEVEN H.L. BOWMAN

Enclosures  
xc: Mr. and Mrs. McLain

**ARTICLES OF INCORPORATION  
OF  
MCLAIN CONSULTING INCORPORATED**

**ARTICLE I**

The name of this corporation is MCLAIN CONSULTING INCORPORATED

**ARTICLE II**

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

**ARTICLE III**

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 after be amended.

**ARTICLE IV**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares". All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V**

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

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## ARTICLE VI

The street address of the initial registered office of this corporation is 94 S. Lucille Street, Beverly Hills, Florida 34465 and the name of the initial registered agent of this corporation at that address is GERALD G. MCLAIN of 94 S. Lucille Street, Beverly Hills, Florida 34465.

## ARTICLE VII

This corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time in accordance with the Corporation's Bylaws; however, there shall never be less than one (1) Director nor more than five (5).

The name and addresses of the initial Board of Directors of the corporation are as follows:

GERALD G. MCLAIN of 94 S. Lucille Street, Beverly Hills, Florida 34465  
SANDRA K. MCLAIN of 94 S. Lucille Street, Beverly Hills, Florida 34465

## ARTICLE VIII

The names and addresses of the Incorporators signing these articles are GERALD G. MCLAIN of 94 S. Lucille Street, Beverly Hills, Florida 3446 and SANDRA K. MCLAIN of 94 S. Lucille Street, Beverly Hills, Florida 34465.

## ARTICLE IX

The corporation shall indemnify any Officer, Director, employee or agent or any former Officer, Director, employee or agent, to the full extent permitted by law.

## ARTICLE X

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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 11<sup>th</sup> day of October, 2005.

  
GERALD G. MCLAIN, Incorporator


  
SANDRA K. MCLAIN, Incorporator

NOTARY ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF CITRUS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared GERALD G. MCLAIN and SANDRA K. MCLAIN, known personally to me to be the persons who executed the foregoing Articles of Incorporation or who provided \_\_\_\_\_ as identification, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I hereunto set my hand and seal in the State and county aforesaid this 11<sup>th</sup> day of October, 2005.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:



STEVEN H.L. BOWMAN  
MY COMMISSION # DD 227100  
EXPIRES: July 31, 2007  
Bonded Thru Budget Notary Services

APPOINTMENT OF REGISTERED AGENT AND ACCEPTANCE

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted, in compliance with said Act: FIRST, that MCLAIN CONSULTING INCORPORATED, desiring to organize under the laws of the State of Florida, with the location of its principal place of business, as indicated in the Articles of Incorporation at 94 S. Lucille Street, Beverly Hills, Florida 34465, has named GERALD G. MCLAIN of 94 S. Lucille Street, Beverly Hills, Florida 34465, 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 provisions of said Act relative to keeping open said office.

Dated: October 11

Gerald G. McClain  
GERALD G. MCLAIN

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