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BRENTWOOD PARALEGAL & DOCUMENT CENTERS

2209 UTOPIANO DR. E., #209 CLEARWATER, FLORIDA 33763

727-215-5648

TRANSMITTAL LETTER FILING ARTICLES OF INCORPORATION

November 27, 2006

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

Dear Sir:

Please find enclosed an original and two copies of Articles of Incorporation (which includes designation of registered agent for service of process) for filing. Also enclosed is a check in the amount of \$ 78.50 to cover the filing fees and other costs associated with this request, as well as a stamped, self-addressed envelope.

Please return one or more of the conformed copies of the Articles of Incorporation in the enclosed envelope.

Thank you for your assistance in this matter.

Sincerely.

A. Joseph Raetano

Enclosures



January 26, 2007

BRENTWOOD PARALEGAL & DOCUMENT CENTERS 2209 UTOPIA NO DR. E., #209 CLEARWATER, FL 33763

SUBJECT: M.J. FABIANO & ASSOCIATES, INC.

Ref. Number: W07000004520

We have received your document for M.J. FABIANO & ASSOCIATES, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

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) 245-6047.

Letter Number: 907A00006469

Carolyn Lewis Document Specialist New Filing Section

BRENTWOOD PARALEGAL & DOCUMENT CENTERS

*3209 UTOPIANO DR. E., #209 CLEARWATER, FLORIDA 3376*3

TRANSMITTAL LETTER ARTICLES OF INCORPORATION

M.J. FABIANO & ASSOCIATES, INC. W07000004520

February 1, 2007

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

Dear Sir / Madam:

Articles

Please find enclosed an original and two copies of Amended Articles of Incorporation for filing.

Please return one or more of the conformed copies of the Articles of Incorporation in the enclosed envelope.

Thank you for your assistance in this matter.

A. Joseph Raetano

Enclosures

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ARTICLES OF INCORPORATION OF

M. J. FABLANO & ASSOCIATES, INC.

FILED 2007 FEB - 7 PH 4: 19

THE UNDERSIGNED subscriber to these Articles of ECRETARY DESTATE forms a corporation under the laws of the state of Florida. "4:19

ARTICLE I - NAME

The name of the corporation is M.J. FABIANO & ASSOCIATES, INC

ARTICLE II - NATURE BUSINESS

To the same extent as natural persons might or could do, the Corporation shall have the power.

- A. To carry on any lawful business whatsoever which the Corporation may deem proper or convenient, or which may be intended directly or indirectly to promote the interests of the Corporation or to enhance the value of its property.
- B. To do all things contemplated by, and to have all powers set forth in, Chapter 607.011, Florida Statutes, 1983, and as amended thereafter.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares of common stock having a par value of ONE DOLLAR (1.00)per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be either for services of value rendered to the Corporation or cash.

ARTICLE IV - DURATION OF EXISTENCE

This Corporation is to have perpetual existence.

ARTICLE V - RESIDENT AGENT AND ADDRESS

The street address of the initial registered office of the Corporation in the State of Florida and principal place of business shall be 973 Virginia Ave., Unit 11, Palm Harbor, Florida 34683 and the name of its initial Registered Agent at such address is MICHAEL J. FABIANO The corporation may have and establish offices, conduct business and promote its objectives within any part of the State of Florida, or in any State, District of Columbia, and territories and colonies of the United States and

or in any State, District of Columbia, and territories and colonies of the United States and in foreign countries, as the Directors may designate.

ARTICLE VI - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VII - DIRECTORS

The management and control of the Corporation shall be vested in a Board of Directors of not less than One (1) Director. The number of Directors may be increased or decreased from time to time by Amendment to the Article of Incorporation. Attendance by a majority of the Directors present at any meeting shall constitute a quorum. A majority of those Directors present at any meeting must vote in favor of any motion, resolution or action taken in order that same become effective and be the act and deed of the Corporation. The Board of Directors shall be elected by the holders of Common Stock of the Corporation.

The name and street address of the members of the Board of Directors is as follows:

NAME

ADDRESS

MICHAEL J. FABIANO 945 POINT SEASIDE, DR., CRYSTAL BEACH, FL 34681

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator of this Corporation is as follows:

NAME

ADDRESS

MICHAEL J. FABIANO 945 POINT SEASIDE, DR., CRYSTAL BEACH, FL 34681

ARTICLE IX - OFFICES

The names of the initial officers of the Corporation who shall hold offices for the first year of the Corporation, or until their successors are elected or appointed are as follows:

President, V.P., Sec/Tres.

Michael J. Fabiano

-ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the Florida Statutes in effect at the time the Amendment is enacted. 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 intentions that a certain Amendment of these Articles of Incorporation be made.

ARTICLE XI - SEAL

The seal of the Corporation shall be a circular impression with the name M. J. Fabiano ASSOCIATES, INC. around the border and the words "Florida Seal 2007" in the center.

IN WITNESS WHEREOF, the undersigned Subscriber, as Incorporator of the above-named Corporation, does hereby subscribe his name and acknowledge the execution of the same on this 1st day of February, 2007

INCORPORATION.

Michael J. Fabiaho

STATE OF FLORIDA COUNTY OF PINELLAS

On this 1st day of February , in the year 2007 before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, Michael J. Fabiano , to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed said instrument freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal at Palm Harbor in said County and State, this 1st day of February, 2007 NOTARYNOEMACESYATE OFFICERIDA A. Joseph Ractano Commission # DD519537 Expires: MAR. 14, 2010 Bonded Thru Atlantic Bonding Co., Inc. Notary Public for the

State of Florida ACCEPTANCE BY RESIDENT AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Articles, I do hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this _ 1st ___ day of February, 2007

WITNESS, my hand and official seal at Palm Harbor in said County and State, this __1st ___ day of February, 2007

[Notary Seal] NOTARY PUBLIC-STATE OF FLORIDA A. Joseph Raetano Commission # DD519537 Expires: MAR. 14, 2010 Bonded Thru Atlantic Bonding Co., Inc.

Notary Public for State of Florida

Joseph Ractano

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