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Linda Davis GAVE
AUTHORIZATION BY PHONE TO
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DATE *12/20/09*
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12/21/09--01040--009 **78.75

W09-55362

FILED
09 DEC 29 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T Burch DEC 30 2009

M I R O M A R



email: sdavis@miromar.com

Direct Dial: (239) 390-5302

December 18, 2009

Via Federal Express

Division of Corporation
Department of State
2661 Executive Center Circle
Clifton Building
Tallahassee, Florida 32301

Re: MJA Corporation

Gentlemen:

I have enclosed the fully executed, original Articles of Incorporation regarding MJA Corporation for filing with your department. Also enclosed is a check in the amount of \$78.75 which represents the following fees: filing fee (\$35.00), Registered Agent fee (\$35.00) and Certified Copy (\$8.75) (additional copy is enclosed).

I have also enclosed a pre-addressed, stamped envelope to expedite the return.

Should you have questions or require additional information please contact me at the above address.

Sincerely,

Linda S. Davis
Legal Assistant to Mark W. Geschwendt, Esq.

Enclosures as noted.

5302
↓

MIROMAR DEVELOPMENT CORP.

10801 Corkscrew Road, Suite 305, Estero, Florida 33928 TEL.: (239) 390-5100 FAX: (239) 948-3667



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 22, 2009

LINDA S. DAVIS
10801 CORKSCREW ROAD STE 305
ESTERO, FL 33928

SUBJECT: MJA CORPORATION
Ref. Number: W09000055362

We have received your document for MJA CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

An effective date **may** be added to the Articles of Incorporation **if a 2010 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the corrected 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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 909A00038902

**ARTICLES OF INCORPORATION
OF
MJA PUBLICITY CORPORATION**

Pursuant to Chapter 607 of the Florida Statutes, the undersigned as Secretary executes the following Articles of Incorporation for purpose of forming a corporation under the laws of the State of Florida:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE I

Name and Principal Office

- 1.01.** The name of the corporation is: MJA PUBLICITY CORPORATION
- 1.02.** The Principal office of the corporation is: 10801 Corkscrew Road, Suite 305, Estero, Florida 33928.
- 1.03.** The mailing address of the corporation is: 10801 Corkscrew Road, Suite 305, Estero, Florida 33928.

ARTICLE II

Commencement and Duration

- 2.01.** The corporation is to commence its corporate existence on the date of filing of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to Florida law.

ARTICLE III

Purpose

- 3.01.** The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

- 4.01.** The total authorized capital stock is:
- | | |
|----------------------------------|--------|
| (1) Common shares (no par value) | 50,000 |
|----------------------------------|--------|
- 4.02.** Each outstanding share of capital stock shall entitle the holder to one vote on each matter submitted to a vote at a meeting of the shareholders.
- 4.03.** The shares of capital stock may be issued for such consideration as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the

corporation. Shares of capital stock may not be issued until the full amount of the consideration therefore has been paid; thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V
Preemptive Rights

5.01. Each shareholder of the corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of capital stock of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares of capital stock.

ARTICLE VI
Board of Directors

6.01. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors elected by the shareholders by the method provided in the Bylaws.

6.02. Any and all of the powers and duties conferred or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent, by such person or persons and upon such terms and conditions as shall be specified by the shareholders.

6.03. The corporation shall initially have one director. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation.

ARTICLE VII
Indemnification

7.01. The corporation shall indemnify any present or former officer or director, or person exercising powers and duties as an officer or director of the corporation, to the full extent permitted by law now or in the future.

ARTICLE VIII
Bylaws

8.01. The power to adopt, alter, amend or repeal the Bylaws shall be vested in the shareholders.

8.02. The affirmative vote of the holders of at least fifty-one percent (51%) of the outstanding shares of capital stock of the corporation shall be required to adopt, alter, amend or repeal the Bylaws.

ARTICLE IX
Amendment

9.01. These Articles of Incorporation may be amended at any time by the affirmative vote of the holders of at least fifty-one percent (51%) of the outstanding shares of the capital stock of the corporation, at any regular meeting of the shareholders or at any special meeting of the shareholders called for that purpose.

ARTICLE X
Incorporator

10.01. The name and address of the Incorporator executing these Articles is: Margaret J. Antonier. 10801 Corkscrew Road, Suite 305, Estero, Florida 33928.

ARTICLE XI
Registered Office and Agent

11.01. The street address of the initial registered office of the corporation 10801 Corkscrew Road, Suite 305, Estero, Florida 33928, and the name of the initial registered agent of the corporation at that address is Mark W. Geschwendt.

The undersigned executed these Articles of Incorporation on December 18, 2009.



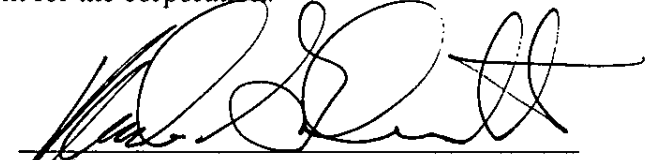
Margaret J. Antonier

CERTIFICATE OF DESIGNATION AND ACCEPTANCE
REGISTERED AGENT/REGISTERED OFFICE
MJA PUBLICITY CORPORATION

Pursuant to §48.091 and §607.0501, Florida Statutes, the following is submitted:

MJA PUBLICITY CORPORATION, a corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 10801 Corkscrew Road, Suite 305, Estero, Florida 33928, names Mark W. Geschwendt as its Registered Agent to accept process within the State of Florida.

As registered agent of MJA PUBLICITY CORPORATION, I agree to accept service of process for the corporation at the place designated in this Certificate, and I accept appointment as the registered agent of the corporation and agree to act in that 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 obligations of my position as registered agent for the corporation.



Mark W. Geschwendt

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TALLAHASSEE, FLORIDA