P9500016132

F.M.T.S.I. 7464 WENTWORTH DRIVE LAKE WORTH FL 33467

FEBRUARY 21, 1995

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

OOOOO1415550 -02/27/95--01008--007 ****122.50 ****122.50

Dear Sirs:

Enclosed are two (2) copies of the Articles of Incorporation of MATS-R-US CORPORATION and the appointment of a registered agent for filing purposes.

Also enclosed is a check for \$122.50 to cover charter tax, filing fees, registered agent filing fee, and the cost of a certified copy of the articles. Please send a certified copy to me.

Thank you in advance for your prompt attention to this matter.

Sincerely yours,

JEFFREY S HOSHOR

FILED 995 FEB 24 PH

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ARTICLES OF INCORPORATION

OF

FILED
1995 FEB 24 PH 3: 00
TALLAHASSEE, FLORIDA

MATS-R-US CORPORATION

The undersigned, acting as incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

MATS-R-US CORPORATION

ARTICLE II

DURATION

The corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue one (1) class of stock consisting of Two Hundred Fifty (250) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

INITIAL CORPORATE OFFICE AND CORPORATE MAILING ADDRESS

The corporate mailing address and the initial registered office of the corporation is 5459 N.W. 45th CIRCLE, COCONUT CREEK FL 33073, and the name of the Initial Registered Agent of the corporation is JAMES P BULLIS.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall initially have (1) Director to hold office until the first Annual Meeting of Shareholders and until the successor shall have been duly elected and qualified, or until earlier resignation, removal from office, or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name of the initial Director of the corporation is:

JAMES P BULLIS

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of the corporation is:

JAMES P BULLIS 5459 N.W. 45th CIRCLE COCONUT CREEK FL 33073

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in accordance with applicable law upon the affirmative vote of the holders of a majority of the outstanding shares of the corporation. Any right conferred any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 21st day of FEBRUARY, 1995

INCORPORATOR JAMES P BULLIS STATE OF FLORIDA)

SS#:302-68-6170

COUNTY: BROWARD

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared JAMES P BULLIS who is known by me to be the person who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed these Articles of incorporation.

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 21st day of FEBRUARY, 1995 by JAMES P BULLIS who is personally known to me and who did take an oath.

SANDRA H. HOSHOR NOTARY PUBLIC

My Commission Expires:

SANDRA HOSHOR
My Comm Exp. 12/21/99
Bonded By Service Ins
No. CC426235

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I hereby am familiar with and accept the duties and responsibilites as registered agent of MATS-R-US CORPORATION.

TAMES D DULLE

Date; 2/21/95

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FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

95 MAR -9 AN IO: 17

S.H.	Hoshor	C.P.A.	

7464 Wentworth Drive Lake Worth, FL 33467

OFFICE USE ONLY

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1		
(Corpe	ration (Jame)	(Document #)
(Corpo	retion Name)	(Document #)
3. (Corpo	ration Name)	(Document #)
	ration Name)	(Document #)
Walk in	Pick up time	Certified Copy
Mail out	Will wait Photocopy	Certificate of Status
NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Office	er/Director : 11
Limited Liability	Change of Registered Age	
Domestication	Dissolution/Withdraws	\sim \sim \sim \sim \sim

Annual Report
Fictitious Name
Name Reservation

CR2E031(10/92)

Other

REGISTRATION/ QUALIFICATION		
	Foreign	
	Limited Partnership	
	Reinstatement	
	Trademark	
	Other	

Merger

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Examiner's Initials

S.H. HOSHOR

Certified Public Accountant

7464 Wentworth Drive Lake Worth, FL 33467 (407) 969-9201 FAX (407) 642-4257 FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
Member
Flored Institute of
95 MAR - 9 AM One Public Accountants

ARTICLES OF AMENDMENT OF MATS-R-US CORPORATION

03/06/95

DEAR SIR

Member

American Institute of

Certified Public Accountants

THE FOLLOWING AMENDMENT TO THE ARTICLES OF INCORPORATION OF MATS-R-US CORPORATION WAS ADOPTED ON 3/3/95 BY THE DIRECTOR OF THE CORPORATION, AND ONLY SHAREHOLDER, JAMES P BULLIS. ON THIS DATE MATS-R-US CORPORATION ADOPTED A RESOLUTION TO CHANGE THE CORPORATE NAME TO MATS ARE US CORPORATION. THIS RESOLUTION WAS PASSED ON 3/3/95 WITH UNANIMOUS SHAREHOLDER APPROVAL. THERE HAS BEEN NO EXCHANGE, RECLASSIFICATION, OR CANCELLATION OF ISSUED SHARES OF MATS-R-US CORPORATION. PLEASE CHANGE THE NAME OF MATS-R-US CORPORATION TO MATS ARE US CORPORATION IN THE OFFICIAL RECORDS OF THE SECRETARY OF STATE, AND FORWARD APPROVAL OF THIS ACTION TO THE ADDRESS SHOWN ON THIS LETTER. THANK YOU FOR YOUR PROMPT ATTENTION TO THIS MATTER.

SINCERELY

JAMES P. BULLIS