

P95000016457

WILLIAM R. LISCH, P.A.

ATTORNEY AT LAW

510 13TH STREET, WEST

BRADENTON, FLORIDA 34205

GENERAL PRACTICE
REAL PROPERTY

TELEPHONE
(913) 747-6654

February 23, 1995

FILED
95 FEB 27 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

400001416474
-02/27/95--01098--003
****122.50 ****122.50

re: MacKay Marketing, Inc.

To Whom It May Concern:

Please find enclosed the original and one copy of the Article of Incorporation of MacKay Marketing, Inc. together with the Designation of Registered Agent and check in the amount of \$122.50 for filing fees.

Please indicate the approval of the Articles of Incorporation by filing same and returning a certified copy to me for the corporate records.

Thank you.

Sincerely,


William R. Lisch, Esquire

Signed in Mr. Lisch's absence
to avoid delay.

WRL/ikb
encls:

Per Leslie:
Mackay is one
word. VLL
2-28-95

ARTICLES OF INCORPORATION

OF

MACKAY MARKETING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **MACKAY MARKETING, INC.**

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be conducted and created by this corporation is to provide for sales and marketing consulting and all other business in which a corporation is lawfully authorized to engage in the State of Florida.

ARTICLE III - CORPORATE EXISTENCE

This corporation shall have perpetual existence and shall commence immediately upon the filing and acceptance of this Charter by the State of Florida Department of State.

ARTICLE IV - REGISTERED OFFICE

The address of the initial principal office of the corporation is 2000 East Edgewood Drive, Suite 105, Lakeland, Florida 33803. The Board of Directors may from time to time move the principal office to any other address within the State of Florida.

ARTICLE V - REGISTERED AGENT

The initial registered agent for the corporation for accepting service of process pursuant to the Chapter 48.091, Florida Statutes, shall be Bob MacKay, 2000 East Edgewood Drive, Suite 105, Lakeland, Florida 33803.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of one (1) member, whose names and addresses are:

Bob MacKay
2000 East Edgewood Drive
Suite 105
Lakeland, Florida 33803

ARTICLE VII - CAPITAL STOCK

The maximum number of shares of stock of this corporation which it is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of one (\$1.00) Dollar. Each stockholder shall be entitled to one (1) vote for each share of stock owned.

ARTICLE VIII - INCORPORATORS

The name and address of the initial incorporators and the number of shares they agree to take are as follows:

Bob MacKay	50 shares
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ARTICLE IX - CORPORATE OFFICERS

The initial officers of the corporation and their addresses are as follows:

Bob MacKay	President, Vice President and Secretary/Treasurer
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ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended, changed, altered or repealed as set forth in the Bylaws of the corporation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 23rd day of February, 1995.

Bob MacKay
BOB MAC KAY

STATE OF FLORIDA
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, a duly authorized officer in the State and County aforesaid, to take acknowledgments, personally appeared Bob MacKay known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form(s) of identification of the above-named person: NA and that an oath (was)(was not) taken.

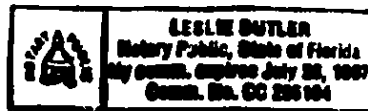
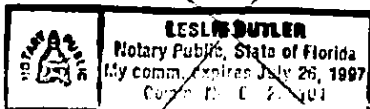
Witness my hand and official seal in the County and State last aforesaid this 23rd day of February, 1995.

Leslie Butler
Notary Public

Leslie Butler

Printed Signature

(Notary Rubber Stamp Seal)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

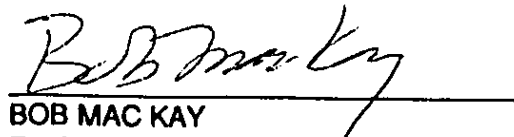
**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHO PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That MACKAY MARKETING, INC. seeking to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 2000 East Edgewood Drive, Suite 105, Lakeland, Florida 33803, County of Polk, State of Florida, has named Bob MacKay, 2000 East Edgewood Drive, Suite 105, Lakeland, Florida 33803, 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 provision of said Act relative to keeping open said office.


BOB MAC KAY
Registered Agent