

February 28, 1975

P95000019493

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

RE: Articles of Incorporation, MCG ENTERPRISES, LIMITED

Dear Sir:

In accordance with my understanding of the requirements charter the above referenced corporation in the state of Florida, I submit the following enclosed documents:

1. Articles of Incorporation of MCG ENTERPRISES, LIMITED
2. A check drawn in the amount of \$122.50, payable to the Secretary of State. This amount is intended to meet the fees required as follows:

a.) Filing Fee	\$ 35.00
b.) Designation of Registered Agent	35.00
c.) Certified Copy of Articles	52.50
Total	<u>\$122.50</u>

I trust you will find the enclosed to be in order. Thank you for your prompt attention to this matter. If additional information is required, please contact me.

Respectfully,

Chris G. Gregoriou, Incorporator  
MCG ENTERPRISES, LIMITED  
7195 W. Riverbend Road  
Dunreellon, Florida 34433

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 2, 1995

CHRIS G. GREGORIOU  
7195 W. RIVERBEND ROAD  
DUNNELLON, FL 34433

SUBJECT: MCG ENTERPRISES, LIMITED  
Ref. Number: W95000004648

We have received your document for MCG ENTERPRISES, LIMITED and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return 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 (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 995A00009361

ARTICLES OF INCORPORATION  
OF  
MCG ENTERPRISES, LIMITED, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I  
NAME

Section 1.1. Name. The name of the corporation is MCG ENTERPRISES, LIMITED, INC.

Article II  
DURATION

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within ten days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III  
PURPOSES

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any lawful act or activity for which corporations may be organized under the laws of the State of Florida. The general nature of the business to be transacted by this corporation is: to manufacture, transfer, sell, or otherwise dispose of, and to invest in, trade in, deal in, service and repair, consult for, and with goods, wares, merchandise, real and personal property and services of every kind, class and description.

Article IV  
CAPITAL STOCK

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

Section 4.2. Restrictions on Transfer of Stock. Shareholders must first offer shares to the corporation or other existing shareholders prior to offering shares to other prospective purchasers.

Section 4.3. Approval of Shareholders Required for Merger. The approval of a majority of the shareholders of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Section 4.4. Preemptive Rights. Shareholders shall have no preemptive rights.

Section 4.5. Cumulative Voting. Cumulative voting shall not be permitted.

RECORDED  
MAR - 7 AM 7:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article V  
INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE AND AGENT

Section 5.1. Office. The registered office and the principal office of the corporation in Florida shall be the same. The physical address of this office shall initially be 7195 W. Riverbend Road, Dunnellon, FL 34433. The mailing address for the corporation shall be 7195 W. Riverbend Road, Dunnellon, FL 34433.

Section 5.2. Name. The name of the corporation's initial Registered Agent is CHRIS G. GREGORIOU.

Article VI  
THE BOARD OF DIRECTORS

Section 6.1. Number. This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time, determined by a majority vote of the directors then in office, but shall never be less than one.

Section 6.2. Initial Directors. The name and street address of the members of the first Board of Directors of the corporation is:

<u>Name</u>	<u>Street Address</u>
Chris G. Gregoriou	7195 W. Riverbend Road Dunnellon, FL 34433
Margaret Gregoriou	7195 W. Riverbend Road Dunnellon, FL 34433

Article VII  
INDEMNIFICATION

Section 7.1. Indemnification. To the full extent permitted by the laws of the State of Florida, the corporation shall have the power to indemnify any past or present director, officer, or employee who has been made or who is threatened to be made a party to, witness in, or participant in any civil or criminal law suit or any administrative, arbitratve, legislative or investigative proceedings by reason of the fact that the person is a director, officer or employee of the corporation.

Article VIII  
BYLAWS

Section 8.1. Bylaws. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article IX  
INCORPORATOR

Section 9.1. Name and address. The name and street address of the incorporator of this corporation is:

Name  
Chris G. Gregoriou

Street Address  
7195 W. Riverbend Road  
Dunnellon, FL 34433

Article X  
AMENDMENT

Section 10.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

WITNESS the hands and seals of the subscriber this 7 day of March, 1995.

  
Chris G. Gregoriou

STATE OF FLORIDA }  
                          } SS  
COUNTY OF CITRUS }

The following instrument was acknowledged before me, an office duly authorized to administer oaths and take acknowledgments, personally appeared Chris G. Gregoriou known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, that I relied upon the following form of identification of the above-named person: personally known to me and that an oath (was) (was not) taken.

Witness my hand and official seal in the County and State last aforesaid this 7<sup>th</sup> day of March, 1995.

Michael J. Tringali  
Notary Signature

MICHAEL J. TRINGALI  
Printed Notary Signature

FLORIDA NOTARY COMMISSION NO: CC 411388


MY COMMISSION EXPIRES: 11-8-98



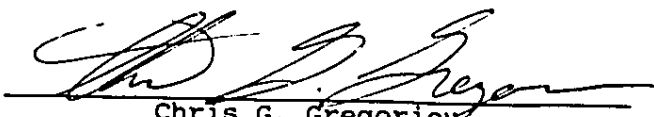
CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Florida Statute 48.091, 607.34, the following is  
submitted:

MCG ENTERPRISES, LIMITED, INC. desiring to organize or qualify under  
the laws of the State of Florida hereby designates Chris G. Gregoriou  
as its registered agent to accept services of process within the State  
of Florida and the address of its registered office shall be 7195 W.  
Rivberbend Road, Dunnellon, FL 34433.

  
Chris G. Gregoriou  
Dated: March 7, 1995

Having been named to accept services of process for the above stated  
corporation, at the place designated in this certificate, I hereby  
agree to act in this capacity, and I further agree to comply with the  
provisions of all statutes relative to the proper and complete  
performance of my duties.

  
Chris G. Gregoriou  
Dated: March 7, 1995

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA