

1204 HAYS STREET
TALLAHASSEE, FL 32304
904 222-9171
904 222-0393 FAX

800-342-8086



PA500029955

ACCOUNT NO. : 072100000032

REFERENCE : 580782 9585A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : 9 122.50

700001458277

ORDER DATE : April 17, 1995

ORDER TIME : 3:34 PM

ORDER NO. : 580782

CUSTOMER NO: 9585A

CUSTOMER: G. Edward Clement, Esq
POTTER AND CLEMENT

308 East Fifth Avenue

Mount Dora, FL 32757

DOMESTIC FILING

NAME: MICCA, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

T. BROWN APR 18 1995

RECEIVED
95 APR 17 PM 4:16
DIVISION OF CORPORATION

FILED
95 APR 17 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MICCA, INC.

FILED
95 APR 17 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is MICCA, INC. and the address is 2719 Shoemaker Lane, Mount Dora, Florida 32757.

ARTICLE II - TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE III - NATURE OF BUSINESS

This Corporation may engage or transact in any or all activities or businesses permitted in the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation shall have the authority to issue ONE THOUSAND (1,000) shares, all of one class, having a ONE DOLLAR (\$1.00) par value.

ARTICLE V - DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have the preemptive right to purchase any new stock of this Corporation.

ARTICLE VI - DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this Corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of this Corporation is 2719 Shoemaker Lane, Mount Dora, Florida 32757. The street address of the Registered Agent and Resident Agent of this Corporation is at 308 East Fifth Avenue, Mount Dora, Florida, 32757 and the name of the Registered Agent and Resident Agent at that address is G. Edward Clement, Esquire.

ARTICLE VIII - BOARD OF DIRECTORS

This Corporation shall have between one (1) and three (3) Directors. The initial Board of Directors shall have three (3) Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are as follows:

George R. Mansour
Fayek Anis
Kamil F. Gowni

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is as follows:

George R. Mansour

ARTICLE X - LIMITATIONS ON AMENDMENT

These Articles of Incorporation may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned sets his hand and has

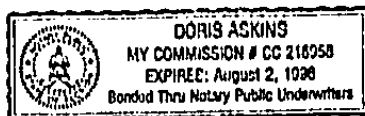
acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 12th day of April, 1995.



George R. Mansour

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 12th day of April, 1995, by George R. Mansour,

- (X) who is personally known to me & did not take an oath.
() who has produced _____ an identification and did take an oath stating he was indeed the person as set forth herein.




NOTARY PUBLIC:
STATE OF FLORIDA
My commission expires:

ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, G. Edward Clement, hereby accept the position of Registered and Resident Agent for MICCA, INC.


G. Edward Clement

1201 HAYS STREET

800-342-86

95000029955



ACCOUNT NO. : 072100000032

REFERENCE : 126374 9585A

AUTHORIZATION :

Patricia P. Pate

COST LIMIT : \$ 87.50

ORDER DATE : October 21, 1996

ORDER TIME : 10:12 AM

ORDER NO. : 126374-005

CUSTOMER NO: 9585A

CUSTOMER: G. Edward Clement, Esq
Potter Clement And Lowry
308 East Fifth Avenue

Mount Dora, FL 32757

DOMESTIC AMENDMENT FILING

NAME: MICCA, INC.

EFFECTIVE DATE:

XX__ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX__ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

DIVISION OF CORPORATION

95 OCT 21 AM 11:08

RECEIVED

FILED

N. HENDRICKS OCT 23 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 21, 1996

CSC NETWORKS

TALLAHASSEE, FL

SUBJECT: MICCA, INC.
Ref. Number: P95000029955

We have received your document for MICCA, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The word "initial" should be removed from the last sentence of Article 8.

The date of adoption of the restated articles must be in the document.

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) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 396A00048437

RESTATED ARTICLES OF INCORPORATION
OF
MICCA, INC.

FILED
96 OCT 21 AM 8 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its board of directors, hereby adopts the following Restated Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is MICCA, INC. and the address is 2719 Shoemaker Lane, Mount Dora, Florida 32757.

ARTICLE II - TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE III - NATURE OF BUSINESS

This Corporation may engage or transact in any or all activities or businesses permitted in the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation shall have the authority to issue ONE THOUSAND (1,000) shares, all of one class, having a ONE DOLLAR (\$1.00) par value.

ARTICLE V - DENIAL OF PREEMPTIVE RIGHTS

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ARTICLE VI - DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this Corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of this Corporation is 2719 Shoemaker Lane, Mount Dora, Florida 32757. The street address of the Registered Agent and Resident Agent of this Corporation is at 308 East Fifth Avenue, Mount Dora, Florida 32757 and the name of the Registered Agent and Resident Agent at that address is G. Edward Clement, Esquire.

ARTICLE VIII - BOARD OF DIRECTORS

This Corporation shall have between one (1) and three (3) Directors. The . Board of Directors shall have three (3) Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the Directors of this Corporation are as follows:

George R. Mansour
2719 Shoemaker Lane
Mount Dora, Florida 32757

Kamil F. Gowni
847 E. Fifth Avenue
Mount Dora, Florida 32757

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is as follows:

George R. Mansour
847 East Fifth Avenue
Mount Dora, Florida 32757

ARTICLE X - LIMITATIONS ON AMENDMENT

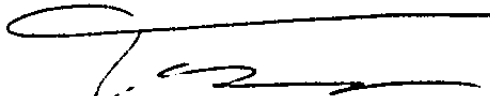
These Articles of Incorporation may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned sets his hand and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 18th day of October, 1996.

The foregoing Restated Articles of Incorporation restate and integrate and do not further amend the provisions of the corporation's Articles of Incorporation as theretofore amended, and there is no discrepancy between those provisions and the provisions of the Restated Articles of Incorporation.

CERTIFICATE

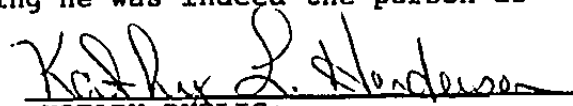
In accordance with Section 602.1007(4), it is hereby certified that the board of directors adopted the Restated Articles and the restatement includes no amendments. The date of adoption of the amended and restated articles was Oct. 18, 1996.


GEORGE R. MANSOUR

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 18th day of October, 1996, by George R. Mansour,

- (✓) who is personally known to me & did not take an oath.
() who has produced _____ as identification and did take an oath stating he was indeed the person as set forth herein.


NOTARY PUBLIC:
STATE OF FLORIDA
My commission expires:



ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, G. Edward Cloment, hereby accept the position of Registered
and Resident Agent for MICCA, INC.


G. Edward Cloment