

P95000045634

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
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One Day Service Two Day Service

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 13 PM 12:41

dB6/13/95

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____
DATE _____
TIME _____
BY SHL CK No. _____

WALK-IN Will Pick Up 6.132.00

RE: Moral
Development, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s. _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS	
FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
MORAL DEVELOPMENT, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 13 PM 12:41

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be MORAL DEVELOPMENT, INC.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is Seven thousand five hundred (7,500) shares and shall have a par value of \$1.00 per share. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE V

Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rate portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The Bylaws of the corporation may be amended by majority vote of either the directors or the shareholders, but all alterations, amendments and repeals of the Bylaws which affect the rights or obligations of the shareholders must be approved by a majority of the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two (2) directors whose names and addresses are as follows:

KENNETH A. CURTIS
Imperial Crown Center
Suite 104
5925 Imperial Parkway
Mulberry, Florida 33860

NANCY CURTIS
Imperial Crown Center
Suite 104
5925 Imperial Parkway
Mulberry, Florida 33860

ARTICLE X

The initial registered agent of the corporation is: KENNETH A. CURTIS, Imperial Crown Center, Suite 104, 5925 Imperial Parkway, Mulberry, Florida 33860.

ARTICLE XI

The principal place of business and mailing address of this corporation shall be: Imperial Crown Center, Suite 104, 5925 Imperial Parkway, Mulberry, Florida 33860.

ARTICLE XII

The name and address of the incorporator to these Article of Incorporation is:

KENNETH A. CURTIS
Imperial Crown Center
Suite 104
Imperial Parkway
Mulberry, Florida 33860

The undersigned incorporator has executed these Articles of Incorporation this 10 day of

June, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 13 PM 12:4

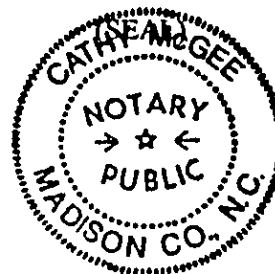
Kenneth A. Curtis
KENNETH A. CURTIS, Incorporator

STATE OF ~~FLORIDA~~ North Carolina
COUNTY OF ~~POLK~~ MADISON

The foregoing instrument was acknowledged before me this 10th day of June, 1995, by KENNETH A. CURTIS, [X who is personally known to me or [] who has produced _____ as identification.

Cathy McGee
Notary Public/State of Florida at Large

My Commission Expires: Aug. 24, 1997



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of MORAL DEVELOPMENT, INC., which is contained in the foregoing Articles of Incorporation,

DATED this 10 day of June, 1995.

Kenneth A. Curtis
KENNETH A. CURTIS, Registered Agent

P950000045634

CAPITAL CONNECTION, INC.

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NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Per Nicole
Add chairman
to title.

N HONE

1996

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME mc _____ CK No. _____

BY _____

WALK-IN 3/4 1001200
Will Pick Up

RE: Moral Development
Inc.

C.C. FEE. DISBURSED

Capital Express™
Art. of Inc. File
Corp Record Search
Ltd Partnership File
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☒ (Can Copy) photo

Art of Amend File
☒ Dissolution/Withdrawal
C U S
Fictitious Name File

Name Reservation
Annual Report/Reinstatement
Reg Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No's. Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep
FAX () pgs

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days 18% per Annum

THANK YOU
from
Your Capital Connection

ARTICLES OF DISSOLUTION
OF
MORAL DEVELOPMENT, INC.
BY BOARD OF DIRECTORS

FILED

96 MAR -1 PM 3:23

SECRETARY OF STATE

Pursuant to Section 607.1403, Florida Statutes, the corporation submits the following articles of dissolution:

- FIRST: The name of the corporation being dissolved is MORAL DEVELOPMENT, INC.
- SECOND: The date of incorporation of the corporation: June 13, 1995.
- THIRD: None of the corporation's shares has been issued.
- FOURTH: The board of directors of MORAL DEVELOPMENT, INC. by Written Action dated the 27th day of February, 1996, duly approved the dissolution of the corporation unanimously and authorized NANCY CURTIS to sign the Articles of Dissolution on behalf of the Corporation.
- FIFTH: These articles will be effective on filing.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of MORAL DEVELOPMENT, INC. by NANCY CURTIS, its Director, this 27th day of February, 1996.

Nancy Curtis
NANCY CURTIS, Director, Chairman

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 30th day of February, 1996, by NANCY CURTIS, as Director of Moral Development, Inc. [] who is personally known to me or [] who has produced _____ as identification.

Faye S. Anderson
Notary Public/State of Florida at Large

My Commission Expires:

(SEAL)

