

P95000052539

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SUBJECT: Michlynn Corporation

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of Seventy (\$70.00) Dollars.

From & Return To:

R.A. "Rick" Shiarla
Rasco International Corporation dba
Expert Paralegals
P.O. Box 521134
Longwood, Florida 32752-1134
(407) 339-1220

FILED
95 JUL -6 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W95-10839

789, 502, 671

REGISTER .1111- 7 1995

SAB
5/23/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 23, 1995

R.A. "RICK" SHIARLA
EXPERT PARALEGALS
PO BOX 521134
LONGWOOD, FL 32752-1134

SUBJECT: MICHLYNN CORPORATION
Ref. Number: W95000010839

We have received your document for MICHLYNN CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6926.

Sheldon Bream
Document Specialist

Letter Number: 595A00026235

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Longwood Diversified Services, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and ~~a check in the amount of Seventy (\$70.00) Dollars.~~ @ Copy of LETTER # 595A00026235. TFS.

From & Return To:

R.A. "Rick" Shiarla
Rasco International Corporation dba
Expert Paralegals
P.O. Box 521134
Longwood, Florida 32752-1134
(407) 339-1220

*ARTICLES OF INCORPORATION
OF
LONGWOOD DIVERSIFIED SERVICES, INC.*

FILED
95 JUL -6 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation pursuant to the provisions of the "Florida Business Corporation Act", hereby adopts the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation shall be: LONGWOOD DIVERSIFIED SERVICES,
INC

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be

467 Wilma Street
P.O. Box 1602
Longwood, Florida 32752-1602

ARTICLE THREE - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE FOUR - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE FIVE - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

<u>Class</u>	<u>Par Value</u>	<u>Number</u>
Common	N/A	1000

ARTICLE SIX - INITIAL REGISTERED AGENT

The name and address of the initial registered agent and registered office is

Michael Gebaide
467 Wilma Street
Longwood, Florida 32750

ARTICLE SEVEN - INITIAL DIRECTOR

The number of directors constituting the initial Board of Directors of the corporation is two , and the name of the person(s) who is(are) to serve as a director(s) until the organizational meeting or until the first meeting of shareholders or until his(their) successor(s) is(are) elected and qualified is(are)

Michael Gebaide & Lynn Gebaide

ARTICLE EIGHT - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE NINE - SELF DEALING

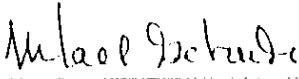
No contract or other transaction between the corporation and other corporations shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE TEN - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is

Michael Gebaide
467 Wilma Street
Longwood, Florida 32750

The undersigned incorporator hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true. The undersigned has executed the Articles of Incorporation this 5th day of May, 1995.


Michael Gebaide

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT & REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Longwood Diversified Services, Inc.

2. The name and address of the registered agent and office is:

Michael Gebaide
467 Wilma Street
Longwood, FL 32750

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and to agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and i am familiar with and accept the obligations of my position as registered agent.

Michael Gebaide
Michael Gebaide
(signature of registered agent)

June 27, 1995
(Date)

FILED
55 JUL -6 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA