

P95000056335

FILED

Michael J. Ferrin
13625 LaMirada Circle
West Palm Beach, FL 33412
(407) 793-0244

95 JUL 17 PM 2:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

17

July 14, 1995

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

400001538924
-07/17/95--01039--019
****122.50 ****122.50

Re: MIKE FOXTROT CORPORATION

Dear Sir or Madam:

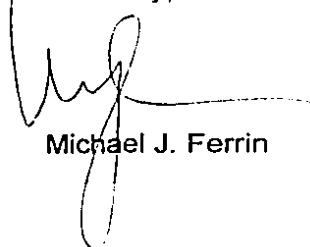
Enclosed please find the original and one executed copy of the Articles of Incorporation for the above-referenced corporation.

Also enclosed please find my check in the amount of \$122.50, representing payment of the following: \$35.00, filing fee; \$52.50, certified copy fee; \$35.00, registered agent designation.

Please file the Articles with the State and return a certified copy to the undersigned. Should you have any questions, please do not hesitate to contact me.

With kindest regards, I am

Sincerely,


Michael J. Ferrin

Michael J. Ferrin GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp. Address
DATE 7-20-95
DOC. EXAM KLM

MJF/ac
Enclosures

7-20-95

**ARTICLES OF INCORPORATION
OF
MIKE FOXTROT CORPORATION**

FILED
95 JUL 17 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers being natural persons competent of contract hereby file the following Articles of Incorporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

Name: The name of the corporation shall be **MIKE FOXTROT CORPORATION**.

ARTICLE II

Duration: This corporation shall exist perpetually.

ARTICLE III

Purpose: The purpose of this corporation is to have and exercise any and all powers necessary or convenient to effect its purpose and to otherwise engage in any lawful business permitted under the laws of the State of Florida.

ARTICLE IV

Capital Stock: This corporation is authorized to issue 7,500 shares at \$1.00 par value stock. The consideration to be paid for each share shall be fixed by the Board of Directors, but in no event shall be less than One Dollar (\$1.00).

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V

Initial Registered Office and Agent: The street address of the initial registered office of the corporation is 13625 LaMirada Circle, West Palm Beach, Florida, 33414, and the registered agent is MICHAEL J. FERRIN. The corporate address shall be the same.

ARTICLE VI

Pre-Emptive Rights: Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII

Initial Board of Directors: This corporation shall have on (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of the corporation is as follows: Michael J. Ferrin, 13625 LaMirada Circle, West Palm Beach, Florida 33414.

ARTICLE VIII

Incorporators: The name and address of the person signing these Articles is Michael J. Ferrin, 13625 LaMirada Circle, West Palm Beach, Florida 33414.

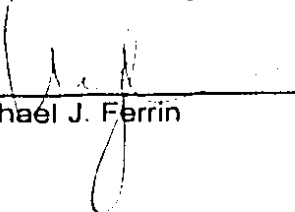
ARTICLE IX

By-Laws: The power to adopt, alter or repeal By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE X

Amendment: These Articles may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved by the vote of the stockholders owning at least a majority of the issued and outstanding shares entitled to vote thereof; alternatively, these Articles may be amended if all of the Directors and all of the stockholders of this corporation shall sign a written statement manifesting their intention and consent to these Articles of Incorporation be enacted, in which case such amendment shall be fully effective for all purposes when filed with the Secretary of State, as required by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, this 14th day of July, 1995.



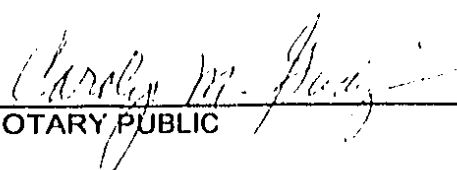
Michael J. Ferrin

STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH)

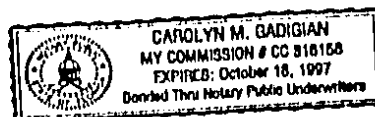
BEFORE ME, the undersigned authority, personally appeared Michael J. Ferrin, to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the

county and state last aforosald this 14th day of July, 1995.


NOTARY PUBLIC

My Commission Expires:



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95 JUL 17 PM 2:08

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

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

FIRST: MIKE FOXTROT CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of West Palm Beach, State of Florida, has named MICHAEL J. FERRIN, as its agent to accept service of process within this State.

Having been named to accept service of process for the abovestated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office.



MICHAEL J. FERRIN

P95000056335

MIKE FOXTROT CORPORATION
13625 TAMIRADA CIRCLE
WEST PALM BEACH, FL 33414

July 31, 1996

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

Re: Dissolution of Mike Foxtrot Corporation / P95000056335
Name Change of 38 Juliet, Inc. / P96000051853

Dear Sir/Madam:

Please file the enclosed documents to effect the dissolution of Mike Foxtrot Corporation
P95000056335:

1. Resolution of Board of Director
2. Articles of Dissolution

Once these documents have been filed and the corporation is dissolved, please find the enclosed Articles of Amendment and Affidavit changing the name of 38 Juliet, Inc. / P96000051853 to "Mike Foxtrot Corporation".

Also enclosed please find my check in the amount of \$70.00 in payment of the filing fees for the Articles of Dissolution and the Articles of Amendment.

Sincerely,

Mike Foxtrot Corporation
Michael J. Ferrin, Pres.

MJF:ac
Enclosures

RECEIVED
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
JUL 31 1996

To
Bailey Freeman Ferrin
HACON, Inc. P.O. # 909
HACON, Inc. 33414

MIKE FOXTROT CORPORATION
ARTICLES OF DISSOLUTION

1 The name of the corporation is MIKE FOXTROT CORPORATION

2 The names and addresses of its officers are

Michael J. Ferrin, President
13625 LaMirada Circle
West Palm Beach, FL 33414

Margaret A. Ferrin, Vice Pres & Treasurer
13625 LaMirada Circle
West Palm Beach, FL 33414

3 The names and addresses of its directors are

Michael J. Ferrin
13625 LaMirada Circle
West Palm Beach, FL 33414

Margaret A. Ferrin
13625 LaMirada Circle
West Palm Beach, FL 33414

4 All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made for them.

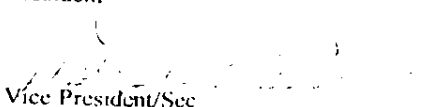
5 No property remains for distribution to shareholders after applying it to the payment of the liabilities and obligations of the corporation.

6 There are no actions pending against the corporation in any court.

7 A copy of the resolution by the board of directors to dissolve is attached. This resolution was adopted by the shareholders on July 31, 1996

Dated: July 31, 1996


President

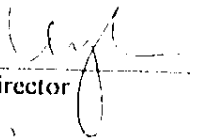

Vice President/Sec

RESOLUTION
OF
BOARD OF DIRECTORS
MIKE FOXTROT CORPORATION

BE IT RESOLVED that this corporation is dissolved. The question of dissolution was submitted to a vote of the shareholders this date and was unanimously approved.

FURTHER BE IT RESOLVED that the shareholders and directors have approved the use of the name of this corporation, "Mike Foxtrot Corporation," by 38 Juliet, Inc, a Florida corporation.

Dated, July 31, 1996



Director



Director