

P95000061958

MK ENTERPRISES OF MAITLAND, INC.
PO BOX 940008
MAITLAND, FL 32794-0008
407/645-5000

300001556568
-08/09/95--01086--017
***+122.50 ***+122.50

08 AUGUST 1995

UPS 2nd DAY AIR S223 8379 689

NEW FILING SECTION
DIVISION OF CORPORATIONS
SECRETARY OF STATE - FLORIDA
P O BOX 6327
CAPITAL BLDG 409 GAINES ST
TALLAHASSEE, FL 32314

RE: MK ENTERPRISES OF MAITLAND, INC.

DEAR SIR/MADAM:

ENCLOSED PLEASE FIND THE ARTICLES OF INCORPORATION FOR
"MK ENTERPRISES OF MAITLAND, INC" ALONG WITH MY CHECK 4026 IN
THE AMOUNT OF \$122.50 REPRESENTING THE APPROPRIATE FILING FEES.

SHOULD YOU REQUIRE FURTHER DOCUMENTATION, PLEASE FEEL
FREE TO CONTACT ME AT YOUR EARLIEST CONVENIENCE.

VERY TRULY YOURS,
MK ENTERPRISES OF MAITLAND, INC.

MITCHEL KALMANSON, PRESIDENT
ENCLOSURE(S)
PSD

P.S. PLEASE FORWARD A CERTIFIED COPY OF THE ARTICLES OF
INCORPORATION.

FILED
95 AUG -9 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MK ENTERPRISES OF MAITLAND, INC.

FILED

95 AUG-9 AM 8:26

CLERK OF DISTRICT COURT
DALLAS COUNTY, FLORIDA

ARTICLE I - NAME. - THE NAME OF THE CORPORATION IS:

MK ENTERPRISES OF MAITLAND, INC.

ARTICLE II - PURPOSE. - THIS CORPORATION IS ORGANIZED FOR THE
PURPOSE(S) OF TRANSACTING ANY AND ALL
LAWFUL BUSINESS INCLUDING BUT NOT
LIMITED TO THE SALE, NEGOTIATING AND
ADJUSTING OF VARIOUS (PROPERTY, CASUALTY,
EXCESS AND SURPLUS LINES) INSURANCE CLAIMS /
AND / OR PRODUCTS AND THE MANAGEMENT /
CONSULTING AND / OR PROVIDING EXPERT
TESTIMONY(S) AND / OR INCLUDING THE PLACEMENT
OF VARIOUS (LIVE) TALENT FOR VARIOUS
SPECIAL EVENTS / PERFORMANCES, ETC.

THIS CORPORATION MAY ENGAGE IN ANY
ACTIVITY AND / OR BUSINESS PERMITTED
UNDER THE LAWS OF THE UNITED STATES.

ARTICLE III. - EXISTENCE. - THIS CORPORATION SHALL HAVE PERPETUAL
EXISTENCE.

ARTICLE IV. - CAPITAL STOCK - THIS CORPORATION IS AUTHORIZED TO ISSUE
1000 SHARES OF COMMON STOCK WITH A PAR VALUE OF \$1.00
EACH.

ARTICLE V. - INITIAL REGISTERED AGENT - THE STREET ADDRESS OF THE
INITIAL REGISTERED OFFICE OF THIS CORPORATION IS: 235
SOUTH MAITLAND AVE., SUITE # 201, MAITLAND, FLORIDA
32751, AND THE NAME OF THE INITIAL REGISTERED AGENT OF
THIS CORPORATION AT THIS ADDRESS IS MITCHEL
KALMANSON.

PAGE 2 - CONTINUED - ARTICLES OF INCORPORATION - MK - ENT.

ARTICLE VI. - INITIAL BOARD OF DIRECTORS. - THE BUSINESS OF THE CORPORATION SHALL BE CONDUCTED BY A BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN ONE (1) DIRECTOR. THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME BY THE BYLAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAME AND ADDRESS OF THE DIRECTOR OF THIS CORPORATION IS: MITCHEL KALMANSON, 235 SOUTH MATTLAND AVE., SUITE # 201, MATTLAND, FLORIDA, 32751.

ARTICLE VII. - INCORPORATORS. - THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS: MITCHEL KALMANSON, 235 SOUTH MATTLAND AVE, SUITE # 201, MATTLAND, FLORIDA 32751.

ARTICLE VIII. - PREEMPTIVE RIGHTS. - 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 PAR VALUE THEREOF, A PRO-RATA PORTION OF:

- (1) 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, LABOR DONE, PERSONAL PROPERTY, REAL PROPERTY OR LEASES THEREOF; OR
- (2) 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 INSTRUMENT OR 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. EACH SHAREHOLDER WILL HAVE THE ABSOLUTE RIGHT TO PROHIBIT THE ISSUANCE OF ADDITIONAL SHARES TO ANOTHER SHAREHOLDER. ANY ISSUANCE OF ADDITIONAL SHARES WITHOUT THE WRITTEN CONSENT OF ALL.

PAGE 3 CONTINUED - ARTICLES OF INC. - MK. ENT.

ARTICLE VIII - PREEMPTIVE RIGHTS - CONT

SHAREHOLDERS WILL BE VOID, AND THE VIOLATION OF THIS PROVISION WILL AUTHORIZE ANY DISSENTING SHAREHOLDER TO APPLY TO A COURT OF COMPETENT JURISDICTION TO DISSOLVE THE CORPORATION PURSUANT TO FLORIDA STATUTE 604.271.

ARTICLE XIV - PRINCIPAL OFFICE - THE PRINCIPAL OFFICE OF THE CORPORATION IS:

P.O. BOX 940008, MAITLAND, FLORIDA 32794 - 0008
/ 235 SOUTH MAITLAND, AVE. SUITE # 201,
MAITLAND, FLORIDA 32751

ARTICLE XV - ANNUAL MEETING - THE ANNUAL MEETING OF THE STOCKHOLDER(S) SHALL BE HELD BETWEEN JANUARY 1 AND DECEMBER 31, INCLUSIVE, IN EACH YEAR FOR THE PURPOSES OF ELECTING DIRECTORS AND FOR THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING, THE EXACT DATE TO BE ESTABLISHED BY THE BOARD OF DIRECTORS.

ARTICLE XVI - SALARIES. THE SALARIES OF THE OFFICERS SHALL BE FIXED FROM TIME TO TIME BY THE BOARD OF DIRECTORS AND NO OFFICER SHALL BE PREVENTED FROM RECEIVING SUCH SALARY BY REASON OF THE FACTS THAT HE / SHE IS ALSO A DIRECTOR OF THE CORPORATION.

ARTICLE XVII - FISCAL YEAR. THE FISCAL YEAR OF THE CORPORATION SHALL BE THE PERIOD SELECTED BY THE BOARD OF DIRECTORS AS THE TAXABLE YEARS OF THE CORPORATION FOR FEDERAL INCOME TAX PURPOSES, UNLESS THE BOARD OF DIRECTORS SPECIFICALLY ESTABLISHES A DIFFERENT FISCAL YEAR.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 8th DAY OF August, 1995.

X

SUBSCRIBER

STATE OF FLORIDA: _____

COUNTY OF ORANGE: _____

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED MITCHEL KALMANSON, WELL KNOWN TO ME TO BE THE PERSON(S) DESCRIBED IN AND WHO EXECUTED THE FORGOING INSTRUMENT BEFORE ME OR WHO ACKNOWLEDGED TO AND BEFORE ME EXECUTING SAID INSTRUMENT.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE LAST AFORESAID THIS 5 DAY OF August, 1995.

Billie Jo Swain
NOTARY PUBLIC - STATE OF FLORIDA

COUNTY OF ORANGE

MY COMMISSION EXPIRES:



BILLIE JO SWAIN
My Commission 00350124
Expires Mar. 24, 1998
Bonded by AHE
800-862-0878

REGISTERED AGENT'S ACCEPTANCE

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR THE ABOVE CORPORATION.

X
MITCHEL KALMANSON

FLA-CORP

FILED
95 AUG -9 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA