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*ALSO ADMITTED IN ALABAMA

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FILED
AUG 31 PM 4:25
FBI - FT. WALTON BEACH

August 29, 1995

VIA FEDERAL EXPRESS
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RUSH, PLEASE, IF POSSIBLE

RE: INVESTMENTS OF M and J, INC.

Dear Sir:

Enclosed is our check in the amount of \$122.50 to file the enclosed Articles of Incorporation (original and one copy enclosed). After you file the original, please conform the copy and return to our office in the enclosed federal express envelope as soon as possible. WE DESPARATELY NEED THIS CORPORATION IN EXISTENCE PRIOR TO SEPTEMBER 6, 1995, IF THERE IS ANY WAY POSSIBLE. We would like for this corporation to be effective immediately.

Also enclosed is the Certificate Designating the Resident Agent for the above-named corporation.

If you should have any other questions regarding this matter, please do not hesitate to contact me.

Again, thank you very much for any assistance you can give us.

Very truly yours,

ANCHORS, FOSTER, MCINNIS & KEEFE, P.A.

Jo Ann Plaster

Jo Ann Plaster
Enclosures/as stated

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ARTICLES OF INCORPORATION
OF
INVESTMENTS OF M and J, INC.

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Article I - Name and Address

The name of this corporation is INVESTMENTS OF M and J, INC., whose address is 10 Industrial Street, Fort Walton Beach, FL 32548.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to real estate development.

Article IV - Capital Stock

This corporation is authorized to issue one hundred shares of Ten Dollars (\$10.00) par value common stock.

Article V - Preemptive Rights

Every 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 price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered agent of this corporation is 200 West Miracle Strip Parkway, No. 602, Fort Walton Beach, FL 32548, and the name of the initial registered agent at that address is L. Michael Plaster.

Article VII - Initial Board of Directors

This corporation shall have two directors, 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 two. The names and addresses of the initial directors of this corporation are:

L. Michael Plaster
200 West Miracle Strip Parkway, No. 602
Fort Walton Beach, FL 32548

Jeff W. Murie
12 Hillcrest Drive
Shalimar, FL 32579

Article VIII - Shareholder Quorum and Voting

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject shall be the act of the shareholders.

Article IX - Cumulative Voting

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

Article X - Management of Corporation by Shareholders

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

Article XI - Article Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - Incorporator

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

L. Michael Plaster
200 West Miracle Strip Parkway, No. 602
Fort Walton Beach, FL 32548

Article XIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

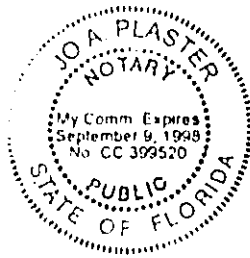
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of August, 1995.


L. MICHAEL PLASTER

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 29th
day of August, 1995 by L. MICHAEL PLASTER

✓ who is personally known to me
 who showed as proof of
identification and who did not take an oath.



Jo A. Plaster
NOTARY PUBLIC Jo A. Plaster
My commission expires:

CERTIFICATE DESIGNATING REGISTERED OFFICE OR PLACE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

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

INVESTMENTS OF M and J, INC. ("Corporation"), desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at 10 Industrial Street, Fort Walton Beach, FL 32548, has named L. MICHAEL PLASTER as its agent to accept service of process within this State.


L. MICHAEL PLASTER

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated 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 open said office.


L. MICHAEL PLASTER

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