

P96000005490

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. 1-800-342-8092
 FAX (904) 222-1222

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 \$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	1/18		
TIME	12:00		CK No. _____
BY	J.S.		

WALK-IN Will Pick Up _____

RE: MACBuckman Inc No. 82242

TALLAHASSEE, FLORIDA

- Capital Express™
- Art. of Inc. Filing
- Corp. Record Search
- Ltd. Partnership Filing
- Foreign Corp. Filing
- () Cert. Copy(s)
- Photo Copy*
- Art. of Amend. Filing
- Dissolution/Withdrawal
- C U B.
- Fictitious Name Filing
- Name Reservation
- Annual Report/Restatement
- Reg. Agent Service
- Document Filing
- Corporate Kit
- Vehicle Search
- Driving Record
- Document Retrieval
- UCC 1 or 3 Filing
- UCC 11 Search
- UCC 11 Retrieval
- File No.'s, _____ Copies
- Courier Service
- Shipping/Handling
- Phone () _____
- Top Priority
- Express Mail Prop.
- FAX () _____ pgs.

RECEIVED
 96 JAN 18 AM 10:29
 DIVISION OF CORPORATION

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

FILED

96 JAN 10 AM 11:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

MACBUCK, INC.

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: NAME

The name of the corporation is **MACBUCK, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is Route 1 Box 536, Croton Lane, Big Pine Key, Florida 33043.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Edward W. Horan, Horan & Horan 608 Whitehead Street, Key West, FL 33040.

ARTICLE V: INCORPORATOR

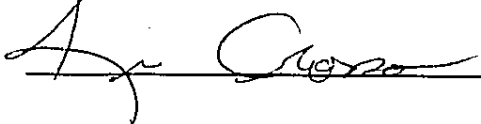
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Radford William Frailey, Route 1 Box 536 Croton Lane, Big Pine Key, FL 33043.

The undersigned has executed these Articles of Incorporation this 18th day of January 1996.

"Capital Connection, Inc. by Kim Crosson, Client Representative"



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
96 JAN 10 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: MACBUCK, INC.

2. The name and street address of the registered agent and office is: ^{Edward W. Horan}
Horan & Horan - 608 Whitehead Street, Key West,
Florida 33040

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 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.

Edward W. Horan

P9600005490

HORAN AND HORAN
ATTORNEYS AT LAW
100 WEST PALM BEACH BOULEVARD
TALLAHASSEE, FLORIDA 32301-0000

DAVID PAUL HORAN, P.A.
EDWARD W. HORAN, P.A.
MICHELE L. COOK

(850) 204-1500
(850) 204-0400
FAX (850) 204-7000

February 20, 1996

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

000001724540
-02/27/96--01010--018
*****35.00 *****35.00

Re: Articles of Amendment
Corporation: MACBUCK, INC.

To Whom it May Concern:

Enclosed please find the Articles of Amendment with fees to the corporation referenced above, along with this check number 15167 in the amount of Thirty-five and No/100 (\$35.00) Dollars to cover said fees for this Amendment.

Should you need further information, or if you have any questions, please do not hesitate to contact our office.

Very truly yours,

Michele L. Stress
MICHELE L. STRESS, Secretary
to EDWARD W. HORAN

/mls
Enclosures

FILED
FEB 26 PM 3:20
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

M. N. Gray
P9600005490
2-26-96

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MACBUCK, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:
MCBUCK, INC.

FILED
36 FEB 26 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 2/15/96

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by Incorporators
(voting group)

(continued)

Signed this 15th day of February, 1996

MCBUCK, INC.

(Corporation Name)

By *Radford W. Frailey*
(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

Radford William Frailey

(Typed or printed name)

President

(Title)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

36 FEB 26 PM 3:20

FILED