

P96000024067

TRANSMITTAL LETTER

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

SUBJECT: MPW Marketing, Inc.
(Proposed corporate name - must include suffix)

400001740484
-03/12/96--01113--016
****122.50 ****122.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

EFFECTIVE DATE
3-5-96

FROM: Michael S. Osborn
Name (printed or typed)
4120 S. Kirkman Rd
Address
Orlando, Florida 32811
City, State & Zip
(407) 396-8800
Daytime Telephone number

Dmc
3-18-96

FILED
96 MAR 12 AM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

FILED
96 MAR 12 AM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MPW MARKETING, INC.

EFFECTIVE DATE
3-5-96

Article I

Name

The name of the corporation is MPW Marketing, Inc.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business or mailing address of this corporation shall be:

4646 West Irlo Bronson Memorial Highway
Kissimmee, FL. 34746

Prepared by:
Michael S. Osborn
4120 South Kirkman Road
304
Orlando, Florida 32811
407-396-7744

Article V

Capital Stock

This corporation is authorized to issue 100 shares of ONE DOLLAR (\$1.00) par value common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4120 South Kirkman Rd, # 304, Orlando, Florida 32811, and the name of the initial registered agent of this corporation at the address is Michael S. Osborn.

Article VII

Initial Board of Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

William Walsh
President

4646 West Irlo Bronson Memorial Highway
Kissimmee, FL. 34746

Todd Ditchfield
Vice President

4646 West Irlo Bronson Memorial Highway
Kissimmee, FL 34746

Paula Walsh
Secretary/Treasurer

4646 West Irlo Bronson Memorial Highway
Kissimmee, FL 34746

Article VIII

Incorporators

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

Michael S. Osborn
4120 South Kirkman Road, #304
Orlando, Florida 32811

Article IX

Powers

This corporation shall have all of the corporation powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has cases to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

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 shareholder(s) is subject to this reservation.

Article XII

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provided that such Bylaw is not subject to amendment or repeal by the directors.

Article XIII

Beginning of Corporate Existence

The date when corporate existence shall begin shall be
March 5, 1996



Michael S. Osborn
Incorporator

Dated: 3/6/96

FILED

96 MAR 12 AM 11:47

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent for ~~Tallahassee Quality~~ Painting, Inc, a Florida corporation (the "Corporation"). In the foregoing Articles of Incorporation. I, on behalf of the Corporation, hereby am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to complete and proper performance of the duties of registered agent.

REGISTERED AGENT:
Michael S. Osborn

By: Michael S. Osborn

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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MPW Marketing, Inc.

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

Michael S. Osborn

(Name)

4120 South Kirkman Road

(P.O. Box ~~not~~ acceptable)

Orlando, Florida 38211

(City/State/Zip)

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.


(Signature)

3/7/96

(Date)