

P96000027386

MICHAEL D. PLUNKETT
12705 86th Road North
West Palm Beach, Florida 33412

January 30, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32304

900001754659
-03/22/96--01080--015
****122.50 ****122.50

RE: M P DESIGN GROUP, INC.

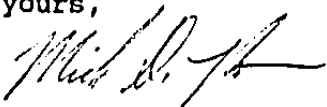
Dear Sir:

Enclosed are the Articles of Incorporation and the Designation of
Registered Agent for the above corporation and our check in the
amount of \$122.50.

Filing Fee \$70.00
Certified Copy 52.50

Thank you for your kind assistance.

Very truly yours,



Michael D. Plunkett

Enclosures

FILED
56 MAR 22 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAR 28 1995

ARTICLES OF INCORPORATION
OF
M P DESIGN GROUP, INC.

FILED
96 MAR 22 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby adopts and subscribes the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I.

NAME

The name of this corporation is M P DESIGN GROUP, INC. The principal office address, registered office address and the mailing address are 12705 86th Road North, West Palm Beach, Florida 33412.

II.

PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the State of Florida.

III.

CAPITAL STOCK

This corporation is authorized to issue 10,000 of One Dollar par value common stock which shall be designated "common stock".

IV.

PREEMPTIVE RIGHTS

Any shareholder, upon the sale of any new issued stock of this corporation, shall have the right to purchase his pro rata share (as nearly as may be done within issuance of fractional shares) at the price and terms at which it is offered to others.

V.

RESTRICTIONS ON TRANSFER OF STOCK

Shares held by any shareholder may not be resold or otherwise transferred to other persons unless first offered to the corporation and then to the remaining shareholders of this corporation. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by a by-law of this corporation.

VI.

DURATION

The corporation is to exist perpetually commencing at the time of filing of the Articles of Incorporation by the Secretary of State.

VII.

DIRECTORS

This corporation shall have at least one Director initially. The number of Directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but there shall never

be less than one Director. The name and street address of the initial Director is:

Michael D. Plunkett
12705 86th Road North
West Palm Beach, Florida 33412

VIII.

LIMITATION OF DIRECTOR'S LIABILITY

A director of this corporation shall not be personally liable to the corporation or its stockholders for money damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the Florida General Corporation Law as amended after approval by the stockholders of this Article to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by applicable Florida of general law, and as amended from time to time without further action by the stockholders.

Any repeal or modification of this Article shall not increase the personal liability of any director of this corporation for any act or occurrence taking place prior to such repeal or modification, or otherwise adversely effect any right or protection of a director of a corporation existing at the time of such repeal or modification.

The provisions of this Article shall not be deemed to limit or preclude indemnification of a director by the corporation for any liability of a director which has not been eliminated by the provisions of this Article.

IX.

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is the same as in Article VII.

X.

BY-LAWS

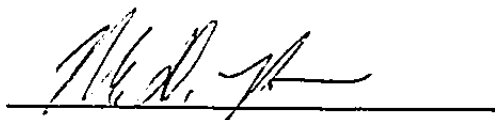
In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make, alter or repeal the by-laws of the corporation.

XI.

REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 12705 86th Road North, West Palm Beach, Florida 33412, and the name of the initial registered agent of this corporation at that address is Michael D. Plunkett.

IN WITNESS WHEREOF, the undersigned being the Corporate Officer has executed these Articles of Incorporation, this 30th day of January, 1996.

A handwritten signature in dark ink, appearing to read 'M.D. Plunkett', is written over a horizontal line.

Michael D. Plunkett

President

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oath and take acknowledgment, Michael D. Plunkett, as president for M P DESIGN GROUP, INC., to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the uses and purposes therein expressed.

WITNESS my hand and seal this 4th day of March,
1996.

Deborah V. Raffel

Notary Public, State of Florida

My Commission Expires:

[SEAL]



DEBORAH V. RAFFEL
MY COMMISSION #0038263
EXPIRES MAR 22, 1996
BONDED THRU ATLANTIC BONDING CO., INC.

CERTIFICATE FOR
M P DESIGN GROUP, INC.
DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE FOR
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First---That M P DESIGN GROUP, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at :

12705 86th Road North, West Palm Beach, State of Florida.

has named Michael D. Plunkett

located at 12705 86th Road North, West Palm Beach, State of Florida.

as its registered agent to accept service of process within the State of Florida.

SIGNATURE _____

(Corporate Officer)

TITLE: President

DATE: _____

3/4/76

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE _____

(Registered Agent)

DATE: _____

3/4/76

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA