

P96 000043373

May 10, 1996

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

100001822911
-05/15/96--01088--011
****122.50 ****122.50

Subj: Incorporation of MIDDLE EAR ENTERPRISES, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$122.50 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 1103 W. Hibiscus Blvd #302, W. Melbourne, FL 32904.

Thank you for your assistance in this matter.

Sincerely,


Peter A. Karvajian

FILED
56 MAY 14 PM 4:57
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

F. CHESSEY MAY 21 1996

ARTICLES OF INCORPORATION
OF
MIDDLE EAR ENTERPRISES, INC.

FILED
95 MAY 14 PM 4:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is MIDDLE EAR ENTERPRISES, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common shares".

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 (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 office of this corporation is % KARVJIAN PROPERTIES, 673A S. Orlando Ave., Cocoa Beach, Florida 32931 and the name of the initial registered agent of this corporation at that address is PETER A. KARVJIAN.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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. The name and address of the initial director of this corporation are:

PETER A. KARVJIAN
673A S. Orlando Ave.
Cocoa Beach, FL 32931

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at % KARVJIAN PROPERTIES, 673A S. Orlando Ave., Cocoa Beach, FL 32931 and the mailing address of the corporation is % KARVJIAN PROPERTIES, 673A S. Orlando Ave., Cocoa Beach, FL 32931.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

PETER A. KARVJIAN
673A S. Orlando Ave.
Cocoa Beach, FL 32931

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

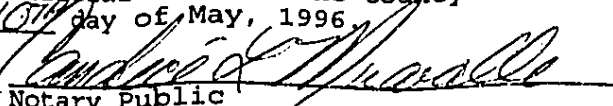
IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 10th day of May, 1996.


PETER A. KARVJIAN

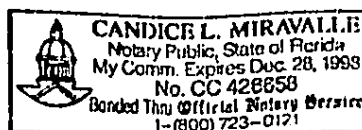
STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared PETER A. KARVJIAN to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 10th day of May, 1996.


Notary Public

FL 0/L



DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That MIDDLE EAR ENTERPRISES, INC., desiring to organize under the laws of the State of Florida, with its principal office at 673A S. Orlando Ave., Cocoa Beach, Brevard County, Florida 32931, has named PETER A. KARVJIAN, located at # KARVJIAN PROPERTIES, 673A S. Orlando Ave., Cocoa Beach, Florida 32931, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


PETER A. KARVJIAN
Registered Agent

96 MAY 14 PM 4:57
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED