

1201 HAYS STREET
PORT CHARLOTTE, FL 33948
800-345-0006
P96000053872



PROFESSIONAL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 988021 11960A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
56 JUN 14 PM 1:04

ORDER DATE : June 14, 1996

ORDER TIME : 11:58 AM

ORDER NO. : 988021

CUSTOMER NO: 11960A

CUSTOMER: Phillip J. Jones, Esq
WILKINS FROHLICH JONES HEVIA
RUSSELL & SUTTER, P.A.
Sixth Floor
18501 Murdock Circle
Port Charlotte, FL 33948

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-06/14/96--01076--004
****122.50 ****122.50

DOMESTIC FILING

NAME: ~~M & F, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

503-672
W96-12796

af
6/25/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 14 PM 1:04

June 14, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: M & F, INC.
Ref. Number: W96000012796

Resubmit

We have received your document for M & F, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 396A00029803

ARTICLES OF INCORPORATION
OF

M & P OF CHARLOTTE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 16 PM 1:04

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME

The name of this corporation is M & P OF CHARLOTTE, INC.

ARTICLE 2. - DURATION OF CORPORATE EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$10.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be 1231 Peppertree Lane, Port Charlotte, Florida 33952. The name of the initial registered agent at such address is MILTIADIS HALAS.

ARTICLE 6. - DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the shareholders, but shall never be less than one nor more than three.

ARTICLE 7. - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
MILTADIS HALAS	1231 Popportree Lane Port Charlotte, FL 33952
FLORENCE HALAS	1231 Popportree Lane Port Charlotte, FL 33952

ARTICLE 8. - INCORPORATORS

The names and post office addresses of the incorporators of this corporation are:

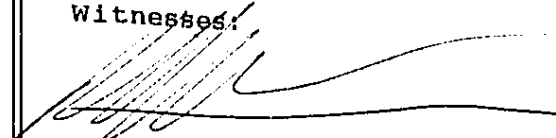
<u>NAME</u>	<u>ADDRESS</u>
MILTADIS HALAS	1231 Popportree Lane Port Charlotte, FL 33952
FLORENCE HALAS	1231 Popportree Lane Port Charlotte, FL 33952

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 31 day of MAY, 1996.

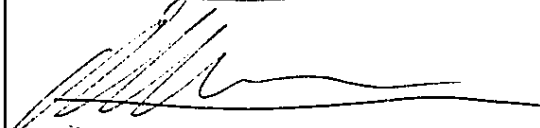
Witnesses:



Nancy S. Richter



MILTADIS HALAS



Nancy S. Richter



FLORENCE HALAS

STATE OF FLORIDA:
COUNTY OF CHARLOTTE:

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 MILTIADIS HALAS and FLORENCE HALAS to me known to be the persons described as incorporators or who have produced _____

as identification, and who executed the foregoing Articles of Incorporation, and they acknowledged that they executed the same for the purposes therein stated and did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 31 day of MAY, 1996.

NOTARY PUBLIC:


Sign

Print Name

PHILLIP J. JONES
NOTARY PUBLIC STATE OF FLORIDA
Commission No. 00000001
MY COMMISSION EXP. JUNE 15, 1998
My commission expires

(Seal)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 14 PM 1:04

**CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS.**

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

M & F OF
CHARLOTTE, INC., desiring to organize under the laws of the
State of Florida with its principal office, as indicated in the
articles of incorporation at 1231 Peppertree Lane, Port Charlotte,
County of Charlotte, State of Florida, has designated MILTIADIS
HALAS, whose street address is 1231 Peppertree Lane, Port
Charlotte, County of Charlotte, State of Florida, as its agent to
accept service of process within this state.

M & F OF CHARLOTTE, INC.

ACCEPTANCE

Having been designated as agent to accept service of
process for the above-named corporation, at the place stated in
this certificate, I hereby agree to act in this capacity and to
comply with the provision of said law relative to same.


MILTIADIS HALAS