

P96000061052

CORP CO

CORPORATIONS & COMPANIES, INC.

Incorporation Specialists

Suite 300A

Two Greenville Crossing

4001 Kennel Pike

P. O. Box 4477

Wilmington, Delaware 19807-0477

(302) 652-4800

FILED  
JUL 23 11 51 19  
TALLAHASSEE, FLORIDA

(800) 318-7407

Telecopier  
(302) 652-6760

1 July 1996

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

700001837347  
-07/09/96--01067--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Marcopartners Inc./ARTICLES OF INCORPORATION

Dear Sir or Madam:

Enclosed herewith for filing with the Florida Department of State are an original and one copy of the Certificate of Incorporation of Marcopartners Inc., as well as the Certificate of Designation of Registered Agent/Registered Office. Please file the Articles of Incorporation on a regular basis, and return a stamped "FILED" copy of same to our client by the enclosed return, self-addressed, stamped envelope. Also, enclosed herewith is our check in the amount of \$70.00, representing payment of filing fees.

If you have any questions, please do not hesitate to contact me. Thank you in advance for cooperation and assistance in this matter.

Very truly yours,

*Donna M. Thompson*

DONNA M. THOMPSON  
Incorporation Specialist

DMT:ccb  
Enclosures

(ccb\letters\floridast.ltr)

7/10/96  
7/10/96  
496-14133



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 10, 1996

DONNA M. THOMPSON  
4001 KENNETT PIKE  
STE 300A TWO GREENVILLE CROSSING  
WILMINGTON, DE 19807-0477

We have received your document for MARCOPARTNERS INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 096A00033647

**ARTICLES OF INCORPORATION**

of

**Marco Island Partners 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 shall be: **Marco Island Partners Inc.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 695 Embassy Court, Marco Island, Florida 34145.

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock, with no par value.

**ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is: Karl H. Geng, 695 Embassy Court, Marco Island, Florida 34145.

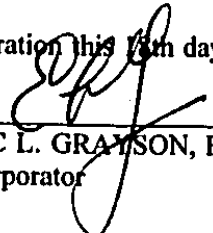
**ARTICLE V - DIRECTOR(S)**

The name(s) of the director(s) is(are): Karl H. Geng and Brigitte Geng.

**ARTICLE VI - INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is: Eric L. Grayson, Esquire, Suite 300A, Two Greenville Crossing, 4001 Kennett Pike, Wilmington, Delaware 19807.

The undersigned has executed these Articles of Incorporation this 13th day of July, 1996.

  
\_\_\_\_\_  
ERIC L. GRAYSON, ESQUIRE,  
Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 807.0501 or 817.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS  
OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGN-  
ATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF  
FLORIDA.

1. The name of the corporation is: Marco Island Partners Inc.

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

KARL H. GENG

(Name)

695 EMBASSY COURT

(P.O. Box not acceptable)

MARCO ISLAND, FL. 34145

(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 perfor-  
mance of my duties, and I am familiar with and accept the obligations of my position  
as registered agent.*

Karl H. Geng

(Signature)

6-28-1996

(Date)