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ATTORNEYS AT LAW
227 NORTH RIDGEWOOD DRIVE
SEBRING, FLORIDA 33870

TELEPHONE (941) 385-0346
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July 22, 1996

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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-07/24/96--01036--012
*****70.00 *****70.00

Re: Articles of Incorporation of MRCR, INC.

Dear Sir or Madam:

Enclosed please find original Articles of Incorporation as well as original Acceptance of Registered Agent for the above-referenced corporation. Enclosed is our firm's check in the amount of \$70.00 which represents the following fees:

Profit corporation filing fee	\$35.00
Registered Agent Designation	35.00

Also enclosed is a courtesy copy of the Articles and Acceptance, please date stamp them and return them to this office in the self-addressed, stamped envelope provided. If you should have any questions regarding the foregoing, kindly advise.

Very truly yours,

Mary E. Gordon

Mary E. Gordon
Legal Assistant to Kimberly L. Poole

/meg
Enclosures - as stated above

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/26/96
JD

ARTICLES OF INCORPORATION
OF

MRCR, INC.

In compliance with the requirements of F.S. Chapter 807, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of the corporation is MRCR, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office is 573 South Selpe Road, Avon Park, Florida 33825.

ARTICLE III - DURATION

The duration of the corporation shall be perpetual.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 7,000 shares of One Dollar (\$1.00) par value which shall be "Common Shares". All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI - 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 thereof (as nearly as may be done without the issuance of

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TALLAHASSEE, FLORIDA

fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE

The initial registered agent of the corporation is RANDALL G. WILKINS. The street address of the corporation's initial registered office is 129 N. Prospect Avenue, Avon Park, Florida 33825.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of four (4) directors. The number of directors may be either increased or decreased from time to time by the By-laws but shall never be less than one. The names and addresses of the initial Directors are as follows:

Name	Addresses
Mark J. Lane	573 S. Seipel Rd., Avon Park, Fl 33825
Randall G. Wilkins	129 N. Prospect Ave., Avon Park, Fl 33825
Ronald M. Van Name	1324 Lonebay Blvd., Avon Park, Fl 33825
Chad Spohn	573 S. Seipel Rd., Avon Park, Fl 33825

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws of the corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the incorporator of the corporation is RANDALL G. WILKINS, 129 N. Prospect Avenue, Avon Park, Florida 33825.

In Witness Whereof, the undersigned incorporator of said corporation has executed these article of incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

Dated: July 22, 1996

Randall G. Wilkins
RANDALL G. WILKINS, Incorporator

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me on this 22nd day of July, 1996 by RANDALL G. WILKINS who is personally known to me and produced his driver's license as identification and did take an oath.

Kimberly L. Poole
Notary Public - State of Florida

Printed Name KIMBERLY L. POOLE

My Commission Expires:



KIMBERLY LOUISE POOLE
Notary Public, State of Florida
My comm. expires August 18, 1998
Comm. No. CC222307

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MRCR, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Printed Name: RANDALL G. WILKINS

Date: July 22, 1996

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TALLAHASSEE, FLORIDA

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CLIFFORD R. RHOADES, P.A.

ATTORNEYS AT LAW

CLIFFORD R. RHOADES
KIMBERLY L. POOLE

227 NORTH RIDGEWOOD DRIVE
SEBRING, FLORIDA 33870

TELEPHONE (941) 385-0346
TELECOMER (941) 385-2859

August 19, 1996

Division of Corporation
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

000001969650
-10/09/96--01101--020
*****35.00 *****35.00

Re: MRCR, INC.
Document Number: P96000062568
Date of Incorporation: July 24, 1996

Dear Sir or Madam:

Enclosed please find a Statement of Change of Registered Agent or Both for Corporations as well as a copy of same regarding the above-referenced corporation. Also enclosed please find our check in the amount of \$35.00 representing your filing fee. After the Statement has been filed and the date stamp affixed thereto, please return the copy to this office for our records in the self-addressed, stamped envelope provided.

Your prompt attention and cooperation in this matter is greatly appreciated. If you should have any questions regarding the foregoing, kindly advise.

Very truly yours,

Mary E. Gordon

Mary E. Gordon
Legal Assistant to Kimberly L. Poole

/meg

Enclosures - as stated above

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. A. Change

LFT 10-11-96

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions Sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is **MRCR, INC.**
1b. The mailing address of the corporation is **573 South Selple Road, Avon Park, Florida 33825.**
1c. Date of Incorporation: **July 24, 1996** Document number: **P96000062561**
2. The name and address of the current registered agent and office:

**RANDALL G. WILKINS
129 N. Prospect Avenue
Avon Park, Florida 33825**

3. The name and address of the new registered agent and office:

**MARK J. LANE
573 S. Selple Road
Avon Park, Florida 33825**

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Mark J. Lane
MARK J. LANE, Chairman

Aug. 19, 1996
Date

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Mark J. Lane
MARK J. LANE: Registered Agent

Aug. 19, 1996
Date

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TALLAHASSEE, FLORIDA