

P96 0000 79102

A-1 ACCOUNTING ENTERPRISES, INC.
200 S. Washington Blvd. #10
Sarasota, FL 34236
(941) 955-3741

FILED
SEP 23 PM 12:09
TALLAHASSEE, FLORIDA

September 10, 1996

Corporate Records Bureau
Divisions of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

300001954073
-09/24/96--01022--007
****122.50 ****122.50

EFFECTIVE DATE
10-1-96

RE: Meratec Management Group, Inc.

Gentlemen:

Enclosed herewith please find two (2) originals of Articles of Incorporation for the above corporation. Also enclosed is our check, in the amount of \$122.50, to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
TOTAL FEES	\$ 122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

Glenn W. Meredith

Glenn W. Meredith
* A-1 ACCOUNTING ENTERPRISES, INC.
200 S. Washington Blvd #10
Sarasota, FL 34236

Enclosures

GWM:dbb

R. CHESSEB SEP 24 1996

ARTICLES OF INCORPORATION

OF

MERETEC MANAGEMENT GROUP, INC.

EXPIRATION DATE
10-1-96

FILED
95 SEP 23 PM 12:00
TALLAHASSEE, FLA.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be Meretec Management Group, Inc. The principal place of business of this corporation shall be: 3412 Clark Road, #222, Sarasota, Florida 34241.

ARTICLE II - PURPOSE(S)

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each having a par value of One Dollar (\$1.00).

ARTICLE IV - EXISTENCE

The effective date of this corporation shall be October 1, 1996 and this corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

NAME
Glenn W. Meredith

ADDRESS
8648 Denmore Drive
Sarasota, Florida 34231

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3412 Clark Road #222, Sarasota, Florida and the name of the initial registered agent of this corporation at that address is Glenn W. Morodith.

ARTICLES VII - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) of these articles of Incorporation is(are): Glenn W. Morodith, 8648 Donmore Drive, Sarasota, Fl 34231.

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 18th day of Sept-ber 19 96.

Signature(s) of Incorporator(s)

Glenn W. Morodith

STATE OF FLORIDA
COUNTY OF Sarasota

THE FOREGOING instrument was acknowledged and sworn to before me this
18th day of September, 1996, by Glenn W. Meredith
Glenn W. Meredith

of Morotec Management Group, Inc.

Vincent Messina
Notary Public

My Commission Expires: _____

(SEAL)



VINCENT MESSINA
COMMISSION # CC 476170
EXPIRES JUL 24, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
95 SEP 23 PM 12:09
TALLAHASSEE, FLORIDA

CONSENT OF RESIDENT AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

Glenn W. Meredith
Glenn W. Meredith