

P96000087269

Brian S Marks  
8223 Old Grove Drive  
Orlando, FL 32818

FILED  
56 OCT 23 PM 00  
TALLAHASSEE, FL

September 17, 1996

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

500001966735  
-10/07/96--01060--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: MAI & Associates, Inc.

Dear Sir/Madam:

Enclosed are the original of the Articles of Incorporation of this proposed corporation.

A check is also enclosed in the amount of \$70.00 to cover the \$35.00 filing fee, and \$35.00 for designation of resident agent.

Best regards,

*Brian S. Marks*  
Brian S. Marks.

Enclosures

W96-21436  
10/23

October 16, 1996

Sharon Tala  
Document Specialist Supervisor  
Florida Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: MAI & ASSOCIATES, INC.  
Ref. No. W96000021436  
Letter No. 296A00046151

Dear Ms. Tala:

With reference to the above, enclosed are new Articles of Incorporation for MAI & ASSOCIATES, INC. OF SOUTH FLORIDA in connection with your letter dated October 10, 1996 (copy attached) and my phone conversation with you today.

Sincerely,

  
Brian Marks



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 10, 1996

BRIAN S. MARKS  
8223 OLD GROVE DRIVE  
ORLANDO, FL 32818

SUBJECT: MAI & ASSOCIATES, INC.  
Ref. Number: W96000021436

We have received your document for MAI & ASSOCIATES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(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.

The effective date is not acceptable since it is not within five working days of the date of receipt.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 296A00046151

## ARTICLES OF INCORPORATION

OF

**MAI & ASSOCIATES, INC.**  
OF SOUTH FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

### ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be **MAI & Associates, Inc.** of South Florida.

### ARTICLE II - DURATION

This corporation shall exist perpetually and shall be effective as of October 16, 1996. (OR) This corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

### ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Corporation Act; and,
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

### ARTICLE IV - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having \$1.00 par value, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the board of directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be: 8223 Old Grove Drive, Orlando, FL 32818. The principal office address shall be the same.

The name of the initial registered agent of this corporation at that address shall be: Brian S. Marks.

#### **ARTICLE VI - INITIAL OFFICER**

The names and street addresses of the initial officers of the corporation, who shall hold office for the first year in existence of this corporation or until successors are elected or appointed and have qualified, are:

Name

Street Address

Office

Brian A Marks	8223 Old Grove Drive, Orlando, FL 32818	President
Brian S. Marks	8223 Old Grove Drive, Orlando, FL 32818	Secretary

#### ARTICLE VII - INITIAL DIRECTORS

This corporation shall consists of <sup>three</sup>(3) directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and street addresses of the initial directors of the corporation, who shall hold office for the first year in existence of this corporation or until successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Brian A. Marks	8223 Old Grove Drive, Orlando, FL 32818	Director
Brian S. Marks	8223 Old Grove Drive, Orlando, FL 32818	Director
Tree Rollins	8223 Old Grove Drive, Orlando, FL 32818	Director

#### ARTICLE VIII - INCORPORATOR

The following is the name and street address of the incorporator to these Articles of Incorporation:

<u>Name</u>	<u>Street Address</u>
Brian S. Marks	8223 Old Grove Drive, Orlando, FL 32818

#### ARTICLE IX - BYLAWS

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal bylaws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such bylaws.

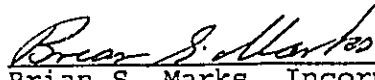
#### ARTICLE X - PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right, upon the sale (for cash or otherwise) of any new stock of the corporation or of any stock of the corporation held by it in its treasury or otherwise, whether or not said stock is of the same kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered others.

ARTICLE XI - AMENDMENT

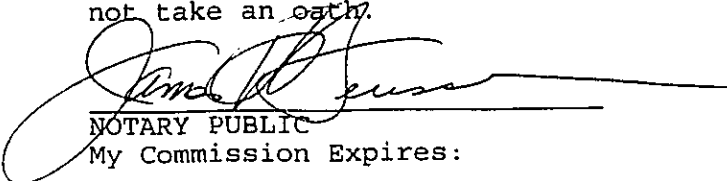
These Articles of Incorporation may be amended in the manner provided by law.

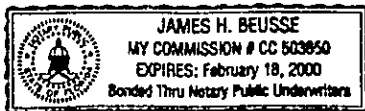
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th day of October, 1996.

  
Brian S. Marks, Incorporator

STATE OF FLORIDA :  
COUNTY OF ORANGE :

The foregoing instrument was acknowledged before me this 16 day of October, 1996 by Brian S. Marks, who    is personally known to me or    ☒ who has produced F.L. Drivers License as identification and who did/did not take an oath.

  
NOTARY PUBLIC  
My Commission Expires:



REGISTERED AGENT ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate and to act as Registered Agent of this corporation, I hereby accept this position and agree to act in this capacity, and agree to comply with the requirements of being a registered agent and in keeping open the registered office.

  
Brian S. Marks