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#### ARTICLES OF INCORPORATION OF MAZAPAN INCORPORATED

SECRETIVE CONFOURT The undersigned adopt the following articles of incorporation for the purpose of forming corporation under the Florida Business Corporation Act:

#### ARTICLE I - NAME

The name of the corporation is MAZAPAN INCORPORATED

## **ARTICLE II - CORPORATE SHARES**

The aggregate number of shares which the corporation is authorized to issue is 7,000 shares. Such shares shall be of a single class and shall have a par value of \$1.00 (one doltar) per share.

#### ARTICLE III PRE-EMPTIVE RIGHTS

The corporation elects to have preemptive rights and grants to its shareholders a preemptive right to acquire proportional amounts of the corporation's shares upon any future amendment of these articles authorizing the issuance of additional shares.

The applicability of the preemptive rights shall be as provided in §607,0603 F.S. and, as therein specifically provided, shall be subject to the following provisions:

A. Shares shall not be issued as compensation to directors, officers, agents, or employees of the corporation or its subsidiaries or affiliates without the applicability of the preemptive rights.

B. Shares shall not be issued to satisfy option rights created to provide compensation to directors, officers, agents, or employees of the corporation or its subsidiaries or affiliates without the applicability of the preemptive rights.

C. Shares shall not be issued for other than cash without the applicability of the preemptive rights.

# ARTICLE IV - INITIAL PRINCIPAL AND REGISTERED OFFICE AND AGENT

The street address of both the initial principal and registered office of the corporation is 210 East College Avenue, Tallahassee, Florida 32301, and the name of the initial registered agent at such address is A. B. Taff, Jr.

The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

### ARTICLE V - BOARD OF DIRECTORS

The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

The initial directors shall hold office for the first year of existence of the corporation or until successors are elected or appointed and qualified, whichever occurs first.

# **ARTICLE VI - INCORPORATORS**

The name and address of the incorporator is:

A. B. Taff, Jr. Route 3, Box 564-O Tallahassee, Florida 32308

## ARTICLE VII - 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 Shareholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written instrument manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF the undersigned has executed these Articles of Incorporation this 7 H day of November, 1996.

Incorporator

STATE OF FLORIDA COUNTY OF LEON

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The foregoing Articles of Incorporation were acknowledged before me this 2 th day of November, 1996, by A. B. Taff, Jr. who is personally known by me, and who did not take an oath.



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Angela & Stewart NOTARY PUBLIC Commission # CC253040

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To: Department of State Division of Corporations P. O. Box 6327 Tallahassee, Florida

#### RESIDENT AGENTS ACCEPTANCE OF APPOINTMENT

Having been named resident agent in the foregoing articles of incorporation to accept service of process for the MAZAPAN INCORPORATED, at Route 3, Box 564-G, Tallahassee, Florida 32308, I do hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0501, Florida Statutes (1993).

Dated this  $\underline{Z^{H_{k}}}$  day of November, 1996.

A. B.

## STATE OF FLORIDA COUNTY OF LEON

The foregoing instrument was acknowledged before me this  $\frac{7^{\prime\prime}}{2}$  day of November, 1996, by A. B. Taff, Jr., who is personally known to me, and who did not take an oath.

ANGELA L. STEWART MY COMMISSION # CC 253040 EXPIRES; January 13, 1997 id Thru Notary Public Underer

Angela/L. Stewart Notary Public Commission No. CC253040