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VALIDATION ONLY

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CORPORATION(S) NAME

MacPro International, Inc.

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SEC. TARIFF OF STATE
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

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| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out | |

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Examiner
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W.P. Verifier

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ARTICLES OF INCORPORATION
OF
MacPRO International, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE
Name

The name of the corporation shall be: **MacPRO International, Inc.**

ARTICLE TWO
Principal Place of Business

The principal place of business and mailing address of the corporation shall be:
Suite 204, 1325 So. Congress Avenue, Boynton Beach, Florida 33426.

ARTICLE THREE
Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred with a par value of One Dollar (\$1.00) per share.

ARTICLE FOUR
Initial Registered Agent

The name and address of the initial registered agent is: **George W. Mathews III, Esquire, Suite 104, 1325 So. Congress Avenue, Boynton Beach, Florida 33426.**

ARTICLE FIVE
Incorporators

The names and addresses of the incorporators of this corporation and to these Articles of Incorporation are:

Cynthia J. Ghen, Suite 210, 1325 So. Congress Avenue, Boynton Beach, FL 33426

ARTICLE SIX

Notice

Any notice required under these Articles, the Corporation's Bylaws or the law of the State of Florida or of the United States, unless otherwise prohibited by law, may be written or oral and delivered in person or by mail, delivery service, telephone, facsimile or other electronic device.

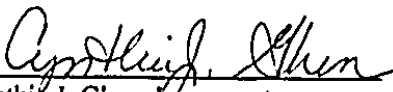
ARTICLE SEVEN

Directors and Officers

The initial Directors and Officers of the corporation shall be:

Cynthia J. Ghen, President/Treasurer

The undersigned have executed these Articles of Incorporation this 5 day of November, 1996.


Cynthia J. Ghen, Incorporator

DESIGNATION OF RESIDENT AGENT
AND
ACCEPTANCE


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statute 607.0501, the within named corporation, whose authorized incorporator or agent has signed below, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is:
MacPRO International, Inc.
2. The name and address of the registered agent and office is:

GEORGE W. MATHEWS III, ESQUIRE
Suite 104, 1325 So. Congress Avenue
Boynton Beach, Florida 33426

FOR MacPRO International, Inc.:


Cynthia J. Ghen, President

November 5th, 1996

ACCEPTANCE

Having been named as registered agent and to accept service of process for and on 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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


GEORGE W. MATHEWS III, Registered Agent

Nov 5, 1996