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W. Ray Fortner  
Attorney at Law  
422 South Florida Avenue  
Lakeland, Florida 33301

Telephone (941) 688-5274  
Fax (941) 687-2276

September 9, 1996

Post Office Box 326  
Lakeland, Florida 33802

Florida Division of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

400001944754  
-09/11/96--01071--011  
\*\*\*\*122.50 \*\*\*\*122.50

In Re: MAJESTIC INTERNATIONAL, INC.

Dear Sirs:

Enclosed please find one original and one copy each of the Articles of Incorporation and Certificate Designating Place of Business, Naming Agent, for the above referenced along with my check in the amount of \$122.50 which covers the following:

\$35.00 Filing Fee  
\$52.50 Certified Copy of Articles  
\$35.00 Designation of Resident Agent

Please file the Articles and return the Certified Copy in the self-addressed, stamped envelope.

Thank you for your attention in this matter.

Sincerely,

*W. Ray Fortner*  
W. RAY FORTNER

WRF/mw  
Enclosures

W96-19244

96 NOV 25 AM 9:05  
TALLAHASSEE, FLA

AL NOV 25 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 12, 1996

W. RAY FORTNER, ESQ.  
P.O. BOX 326  
LAKE LAND, FL 33802

SUBJECT: MAJESTIC INTERNATIONAL, INC.  
Ref. Number: W96000019244

We have received your document for MAJESTIC INTERNATIONAL, INC. and your check(s) totaling \$122.50. 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.

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) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 696A00042496

ARTICLES OF INCORPORATION

OF  
TECHNOLOGIES, INC.

MAJESTIC

FILED  
56 NOV 25 AM 9:05  
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby associate themselves together for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, with and under the following Articles of Incorporation.

ARTICLE I.

The name of this corporation shall be: **MAJESTIC TECHNOLOGIES, INC.**, and its principal place of business shall be at 214 Orange Street, Auburndale, in the County of Polk and State of Florida 33823.

The name and address of the initial Resident Agent of this corporation is RONALD J. BARTHOLOMEW, 200 Avenue G, Apt. 246, Winter Haven, Florida 33880.

ARTICLE II.

The general nature of the business to be transacted and which the corporation is authorized to transact, in addition to any lawful purpose authorized by the laws of the State of Florida and the powers granted by the State of Florida, shall be to sell and service electronic equipment.

(b) Without on any particular limiting any of the objects or purposes or powers of the corporation, the business or purposes of the corporation shall be from time to time to do any one or more

or all of the acts and things herein set forth, and all such other acts, things and business or businesses in any manner connected therewith or necessary, incidental, convenient, or auxiliary thereto or calculated, directly or indirectly, to improve or promote the interest of the corporation, or enhance the value of, or render profitable any of its property or rights, as such corporation may lawfully do.

(c) The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this corporation; and the statements contained in each clause shall, except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clause, but shall be regarded as independent purposes and powers.

### ARTICLE III.

The capital stock of this corporation shall be composed of Seven Hundred-Fifty (750) shares at Five Dollars each par value. The capital stock shall be sold, assigned, issued and transferred only in accordance with the By-Laws of the corporation as the corporation may from time to time make, change, alter, with a lien reserved in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due the holder of the same unto the corporation and which shall be a lien thereto superior to all other liens and claims of every character; and all assignments or transfers of stock of this corporation and which shall be subject thereto.

### ARTICLE IV.

The corporation shall begin business with a paid-in-capital

of THREE THOUSAND SEVEN HUNDRED-FIFTY AND NO/100 DOLLARS (\$3,750.00) and the subscriber hereby agrees to take the amount hereinafter set forth after his name.

ARTICLE V.

The corporation shall have perpetual existence unless dissolved in a manner provided by law.

ARTICLE VI.

The principal place of business of this corporation shall be 214 Orange Street, City of Auburndale, County of Polk, State of Florida 33823; and its mailing address shall be 214 Orange Street, Auburndale, Florida 33823.

ARTICLE VII.

The number of Directors of this corporation shall not be less than two (2), nor more than five (5).

ARTICLE VIII.

The names and addresses of the Directors of this corporation subject to the By-Laws, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
RONALD J. BARTHOLOMEW	200 Avenue G, Apt. 246 Winter Haven, FL 33880
T. RANDALL SCHRADER	10 S. Boulevard Davenport, FL 33837

ARTICLE IX.

The names and addresses of the first officers of the corporation to hold office until new officers shall be elected are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
RONALD J. BARTHOLOMEW	President	200 Avenue G, Apt. 246 Winter Haven, FL 33880
T. RANDALL SCHRADER	Secretary/Treasurer	10 S. Boulevard Davenport, FL 33837

#### ARTICLE X

The names and addresses of the stockholders of the corporation and the number of shares which each agrees to take are as follows:


<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
RONALD J. BARTHOLOMEW	200 Avenue G, Apt. 246 Winter Haven, FL 33880	375
T. RANDALL SCHRADER	10 S. Boulevard Davenport, FL 33837	375

#### ARTICLE XI

The name and address of the Subscriber of the Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
RONALD J. BARTHOLOMEW	200 Avenue G, Apt. 246 Winter Haven, FL 33880

IN WITNESS WHEREOF, the subscriber has signed these Articles of Incorporation in his name and affixed his seal thereon this the 5th day of September, 1996.

 (SEAL)  
RONALD J. BARTHOLOMEW

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE**  
**FOR THE SERVICE OF PROCESS WITHIN FLORIDA,**  
**NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

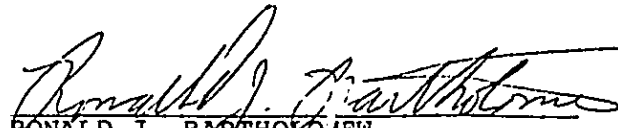
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That MAJESTIC ~~TECHNOLOGIES, INC.~~ <sup>TECHNOLOGIES, INC.</sup>, desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 214 Orange Street, Auburndale, Florida 33823, and;

That RONALD J. BARTHOLOMEW has been named as Resident Agent of said corporation, whose address is 200 Avenue G, Apt. 246, Winter Haven, Florida 33880, and said Resident Agent shall accept service of process in the State of Florida.

  
RONALD J. BARTHOLOMEW, President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
RONALD J. BARTHOLOMEW,  
Resident Agent

FILED  
96 NOV 25 AM 9:06  
TALLAHASSEE  
FLORIDA

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this  
9th day of September, 1996 by

RONALD J. BARTHOLOMEW,  
personally known to me.



Marie A. Holton  
MY COMMISSION # CC546311 EXPIRES  
May 9, 2000  
BONDED THROUGH TRISTAR INSURANCE, INC.

Marie A. Holton  
NOTARY PUBLIC