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Florida Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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5942 Bent Pine Drive  
Suite 343  
Orlando, Florida 32822


To whom to may concern,

The enclosed articles of incorporation express our will to form a 'S' corporation in the state of Florida. We have called to have the name cleared and have sent for form 2553 from the IRS. Thank you.

  
Michael Carpino

407-812-7302

FILED  
97 JAN 31 PM 4:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

  
1/31

688  
1097-1508



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

January 22, 1997

**MICHAEL CARPINO**  
5942 BENT PINE DRIVE  
SUITE 343  
ORLANDO, FL 32822

**SUBJECT: <sup>ML</sup>MO INVESTORS GROUP, INC.**  
Ref. Number: W97000001558

We have received your document for **MO INVESTORS GROUP, INC.**. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 197A00003093

**ARTICLES OF INCORPORATION**  
**of**  
**ML Investors Group, Inc.**

THE UNDERSIGNED subscriber tot these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

**Article I - NAME**

The name of this corporation is ML Investors Group, Inc.

**ARTICLE II - NATURE OF BUSINESS**

To the extent as natural persons might or could do, the Corporation shall have the power :

A. To carry on any lawful business whatsoever which the Corporation may deem proper or convenient, or which which may be intended directly or in directly to promote the interests of the Corporation or to enhance the value of its property.

B. To do all things contemplated by, and to have all powers set forth in Chapter 607.011, Florida Statutes, 1983, and as amended thereafter.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares of stock that this corporation is authorized to issue is Seven Thousand Five Hundred (7500) shares of Common Stock. Such shares shall be of a single class, and shall have a par value of ONE DOLLAR (1.00) per share. The consideration for each share shall be fixed by the Board of Directors and may be either for services of value rendered to the Corporation or cash..

**ARTICLE IV - DURATION OF EXISTENCE**

This Corporation is to have perpetual existence.

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TALLAHASSEE FLORIDA

#### ARTICLE V - RESIDENT AGENT AND ADDRESS

The street address of the initial registered office of the corporation in the State of Florida and principal place of business shall be **600 Northern Way #1506 Winter Springs, FL 32708** and the name of its initial *Registered Agent is Michael Carpino*. The Corporation may have and establish, conduct business and promote its objectives within any part of the state of Florida, or in any state, District of Columbia, and its territories and colonies of the United States and in foreign countries, as the Directors may designate.

#### ARTICLE VI - DIRECTORS

The management and control of the corporation shall be vested in a Board of Directors of not less than One (1) Director. The number of Directors may be increased or decreased from time to time by Amendment to the Articles of Incorporation. Attendance by a majority of the Directors present at any meeting shall constitute a quorum. A majority of those Directors present at any meeting must vote in favor of any motion, resolution or action taken in order that same become effective and be the act and deed of the Corporation. The Board of Directors shall be elected by the holders of Common Stock of the Corporation

The name and street address of the initial members of the Board of Directors is as follows:

NAME	ADDRESS
Michael Carpino	5942 Bent Pine Drive # 343 Orlando, FL 32822
Lauretta A. Carpino	600 Northern Way # 1506 Winter Springs, FL 32708

#### ARTICLE VII - INCORPORATORS

The name and street address of the Incorporators of this Corporation is as follows:

Michael Carpino	5942 Bent Pine Drive, #343 Orlando, FL 32822
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## **ARTICLE VII - OFFICERS**

The names of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are as follows

<b>PRESIDENT</b>	Michael Carpino
<b>VICE PRESIDENT</b>	Lauretta A. Carpino
<b>SECRETARY</b>	Michael Carpino
<b>TREASURE</b>	Lauretta A. Carpino

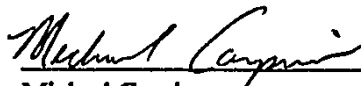
## **ARTICLE IX - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the Florida Statutes in effect at the time the Amendment is enacted. Every Amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intentions that a certain Amendment of these Articles of Incorporation be made.

## **ARTICLE X - SEAL**

The seal of the Corporation shall be a circular impression with the name ML Investors Group, Inc. . around the boarder and the words " Florida Seal 1997" in the center.

IN WITNESS WHEREOF, the undersigned Subscriber, as Incorporator of the above-named Corporation, does hereby subscribe his name and acknowledge the execution of the same of this 17<sup>th</sup> day of JANUARY, 1997.

  
Michael Carpino

STATE OF FLORIDA                     )  
COUNTY OF ORANGE                )

On this day personally appeared before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, **MICHAEL CARPINO** to me well known and know to me to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed said instrument freely and voluntarily for the purpose therein expressed.

WITNESS by my hand and official seal at Orlando, FL. in said  
County and State, this 17 day of JANUARY, 1997.



DATHELL CASTLEMAN  
My Commission CC505610  
Expires Oct. 25, 1999

Dathehl Castleman

Notary Public

#### ACCEPTANCE BY RESIDENT AGENT

Having been named to accept service of process for the above-stated Corporation, at the designated in the Articles, I do hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 17th day of JANUARY, 1997.

Michael Carpino  
MICHAEL CARPINO

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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