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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

PROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORM PHONE: (305) 541-3694 STORMONT

FAX #: (305)541-3770

NAME: MARKLAND, INC.

AUDIT NUMBER...... H97000002910

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES.....

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MARKLAND, INC.

The undersigned subscriber(s) to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is MARKLAND, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have cutstanding at any one time is one hundred (100) shares of common stock without nominal or par value. The consideration to be paid for each share shall be fixed by the Board of Directors. The stock so issued shall be fully paid and non-assessable.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred and no/100 (\$500.00) Dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PRINCIPAL OPPICE

The initial street address of the principal office of this corporation in the State of Florida is 1311 N.W. 43 Avenue, #206, Lauderhill, Florida 33313.

This Instrument Propared Bys Michael L. Gates, Bsq. Florida Bar Ho. 210706 Kaplan, Jaffe & Gates, P.A. 2438 Eollywood Boulevard Hollywood, Plorida 33020 Telephone: (954) \$20-9110

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

ARTICLE VII. DIRECTORS

This corporation shall have not less than one director.

ARTICLE VIII. INITIAL DIRECTORS

The names, titles and addresses of the first the Board of Directors are:

MAMZ	TIPLE	<u>address</u>
Roger Widner	President	1311 N.W. 43 Ave., #206 Lauderhill, FL 33313
Roger Widner	Secretary/ Treasurer	1311 N.W. 43 Ave., #206 Lauderhill, FL 33313

These officers shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX. SUBSCRIBERS

. The names and addresses of each subscriber to these Articles of Incorporation are:

HAME

ADDRESS

Michael L. Gates

2435 Hollywood Blvd. Hollywood, FL 33020

The responsibilities of the subscriber end upon the filing of these Articles of Incorporation.

ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is: 2435 Hollywood Boulevard, Hollywood, FL 33020, and the name of the initial Registered Agent of this corporation is Michael L. Gates.

ARTICLE XI. AMENDMENTS

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 Stockholders, and approved at a

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Stockholders' meeting by a majority of the Stockholders entitled to vote thereon.

ARTICLE XII.

The Board of Directors, from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to inspection of the Stockholders, and no Stockholder shall have the right to inspect any account or document of the corporation except as permitted by statute, or Board of Directors or by resolution of the Stockholders.

IN WITNESS WHEREOF, the undersigned have made these Articles of Incorporation, at Hollywood, Broward County, Florida, this day of February, 1997, for the uses and purposes aforesaid.

ONTCHAEL L. GATES

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First--That MARKLAND, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City of Lauderhill, County of Broward, State of Florida, has named MICHAEL L. GATES, located at 2435 Hollywood Boulevard, Hollywood, Broward County, Florida, as its agent to accept service of process within this State.

Having been named to accept service of process of the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

MICHAEL L. GATES Registered Agent

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SECRETARY OF FLORID

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