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Ron T. Mackail & Associates, Inc.
Associates

Ron T. Mackail
Jean M. Crane
Edward C. Sterling

636 U.S. Highway One
Suite 118
North Palm Beach, FL 33408-4611

(561) 881-1488
(561) 881-1490
Facsimile

May 29, 1997

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399
Attention: Charter Department

RE: MACKMIL, INC.

400002198614--2
-06/02/97--01171--017
****122.50 ****122.50

Dear Sir/Madam:

Enclosed herewith please find an original and one (1) copy of the Articles of Incorporation for MACKMIL, INC. Please certify the copy and return to the undersigned in the enclosed, self-addressed stamped envelope. Also, enclosed is a money order in the amount of \$122.50, to cover the filing fee, designation of Registered Agent, and Certified Copy.

Please contact our office, at the above number, if you need additional information.

Respectfully yours,

Janet Smith

Janet Smith, Secretary to
Ron T. Mackail

/jms

Enclosures

FILED
97 JUN -2 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Janet Smith
6/1/97

ARTICLES OF INCORPORATION
OF
MACKMIL, INC.

97 JUN -2 AM 11:33
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, for the purpose of forming a corporation under the Florida Statute 607, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of this corporation shall be: MACKMIL, INC.

ARTICLE TWO

The purpose for which this corporation is formed is to engage in the food and beverage sales and service. In addition to the above mentioned purpose, the corporation shall have the power to engage in any other business or activity permitted under the laws of the United States and the State of Florida.

ARTICLE THREE

The maximum number of shares of stock which this corporation shall have outstanding at any time shall be 7500 shares of common stock with \$1.00 par value. The consideration to be paid for each share of stock shall be \$1.00 in money, property or services, or as fixed by the Board of Directors. The proceeds of the stock subscribed for shall be the amount necessary to begin the business of the corporation at the time the stock certificates are issued and the corporation otherwise activated.

ARTICLE FOUR

The amount of capital with which this corporation shall begin business is \$100.00.

ARTICLE FIVE

This corporation shall have perpetual existence.

ARTICLE SIX

The principal office of this corporation is located at:

636 U.S. Highway One, Suite 118
North Palm Beach, FL 33408

The Board of Directors shall have the power to establish branch offices and places of business of this corporation at any place in the State of Florida, or any other state, territory or district of the United States, or in any foreign country, as they deem necessary for the best interest of the corporation. Pursuant to Florida Statutes, the following person is designated as the Registered Agent to accept service of process on behalf of the corporation:

Ron T. Mackail

The following address is designated as the registered office for this corporation:

636 U.S. Highway One, Suite 118
North Palm Beach, FL 33408

ARTICLE SEVEN

The name and post office address of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take and the value therefore are as follows:

Ron T. Mackail
636 U.S. Highway One
Suite 118
North Palm Beach, FL 33408
33 1/3 Shares

Stewart Millar
636 U.S. Highway One
Suite 118
North Palm Beach, FL 33408
33 1/3 Shares

James Millar
636 U.S. Highway One
Suite 118
North Palm Beach, FL 33408
33 1/3 Shares

ARTICLE EIGHT

There shall be three Directors initially. The name and post office address of the first Officer and Director of the corporation, who shall hold office for the first year of the corporation's existence or until his/her successors have been elected and qualified are as follows:

President Ron T. Mackail

Vice President Stewart Millar

Treasurer Stewart Millar

Secretary James Millar

ARTICLE NINE

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed in Statute and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE TEN

All of the subscribers to these Articles of Incorporation are over the age of 18 years, are sui juris and citizens of the United States, Stock certificates issued by this corporation shall be issued unless and until the same are paid for in full with cash, or its equivalent. Stock

certificates shall not be valid unless signed and issued by the President and attested by the Secretary, who shall affix the corporate seal thereon.

ARTICLE ELEVEN

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation and this corporation shall have all of the rights and powers that are expressly stated under Florida Statutes and laws.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 29 day of May, 1997.

Ron T. Mackail
Subscriber

Ron T. Mackail
Registered Agent - Ron T. Mackail

FILED
97 JUN -2 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

On this day personally appeared before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgements that, Ron T. Mackail, to me well known, and known to me, to be the person described in and who executed the foregoing Articles

of Incorporation and he acknowledges before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal this 29 day of May, 1997.

Phyllis S. Smith
Phyllis Smith, Notary Public
Commission Number:
My Commission Expires:

(seal)



"OFFICIAL SEAL"
Phyllis S. Smith
My Commission Expires 3/8/98
Commission #CC 354012