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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 11 AM 10:34

Date  
May 22, 1997

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Marshall Investments, Inc.  
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation<sup>b</sup>, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

400002208504--3  
-06/11/97--01044--006  
\*\*\*\*122.50 \*\*\*\*122.50

Gerald A. Marshall, Jr.  
(individual's name)

Marshall Investments, Inc.  
(name of corporation)

MAILING ADDRESS OF CORPORATION		
2955 Danforth St.		
Orlando, FL 32818		
PHONE		
(407)	341-8910	
Area Code	Number	Ext

# ARTICLES OF INCORPORATION

of

Marshall Investments Inc.

(name of corporation)

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

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

Marshall Investments, Inc.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Ten thousand shares (10,000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Gerald A. Marshall, Jr.</u>		
ADDRESS	<u>2955 Dunforth St.</u>		
CITY	<u>Orlando</u>	FLORIDA	ZIP <u>32818</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Marshall Investments, Inc.</u>		
ADDRESS	<u>2955 Dunforth St.</u>		
CITY	<u>Orlando</u>	FLORIDA	ZIP <u>32818</u>

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Gerald A. Marshall, Jr.</u>		
ADDRESS	<u>2955 Dunforth St.</u>		
CITY	<u>Orlando</u>	STATE <u>FL</u>	ZIP <u>32818</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

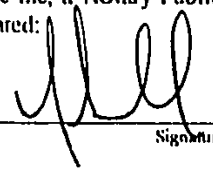
NAME	Gerald A. Marshall, Jr.		
ADDRESS	2955 Danforth St.		
CITY	Orlando	STATE	FL ZIP 32818
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_(Seal)  
 \_\_\_\_\_(Seal)  
 \_\_\_\_\_(Seal)

STATE OF FLORIDA )  
 ) SS  
 COUNTY OF \_\_\_\_\_ )

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

	_____
Signature	Form of Identification
_____	_____
Signature	Form of Identification
_____	_____
Signature	Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that \_\_\_\_\_ executed these Articles of Incorporation, that I relied upon the form \_\_ of identification of the above named person \_\_ as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL Witness my hand and official seal in the County and State last aforesaid this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
 Notary Signature

\_\_\_\_\_  
 Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

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CERTIFICATE OF REGISTERED AGENT  
OF

Marshall Investments Inc.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 2955 Danforth St.  
Orlando, FL 32818

has named Gerald A. Marshall, Jr.  
located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

[Signature]  
(registered agent)