



P970000057322

May 27, 1997

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

RE: Mels' of America, Inc.

800002226198--8  
-06/30/97--01059--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 - Filing Fee and Certificate.

Very truly yours,

Thomas D. Harrington, Jr.  
General Counsel

TDHjr/atb

Enclosures

FILED  
97 JUN 30 PM 4:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**MJK Investments, Inc.**

10002 Princess Palm Avenue • Suite 304 • Tampa, Florida 33619  
(813) 623-5777 • Fax (813) 623-3883

ML 6/30/97

**ARTICLES OF INCORPORATION  
OF  
MELS' OF AMERICA, INC.**

FILED  
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SECRET  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation is **MELS' OF AMERICA, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is 10002 Princess Palm Avenue, Suite 304, Tampa, FL 33619.

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of one (\$1.00) per share.

**ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is Thomas D. Harrington, Jr., 10002 Princess Palm Avenue, Suite 304, Tampa, FL 33619.

**ARTICLE V - INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Mel Klinghoffer, 10002 Princess Palm Avenue, Suite 304, Tampa, FL 33619.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The name and address of the member of the initial Board of Directors and president of the corporation is Mel Klinghoffer, 4604 Clarksdale Lane, Brandon, FL 33511.

The undersigned has executed these Articles of Incorporation this 20th day of May, 1997.

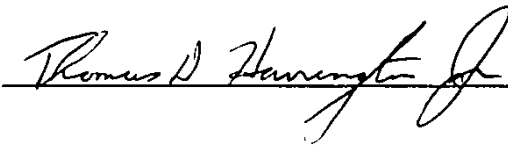
  
Mel Klinghoffer

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is Mels' of America, Inc.
2. The name and street address of the registered agent and office is Thomas D. Harrington, Jr., 10002 Princess Palm Avenue, Suite 304, Tampa, FL 33619.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
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**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA