

P970000 64768



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 467695-137473A

AUTHORIZATION :

*Patricia Pizato*

COST LIMIT : \$ 70.00

ORDER DATE : July 18, 1997

ORDER TIME : 1:47 PM

ORDER NO. : 467695-005

700002242147--6

CUSTOMER NO: 137473A

CUSTOMER: Ms. Carolanne Rios  
HALL & RUNNELS

Suite 106  
1234 Airport Road  
Destin, FL 32541

DOMESTIC FILING

MCNEIL AND OX

NAME: ~~MAC~~, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
JUL 18 21 51 19  
TALLAHASSEE, FLORIDA

97  
JUL 18 PM 3 28

697-16700

JUL 28 1997

6



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 21, 1997

CSC NETWORKS  
1201 HAYS ST.  
TALLAHASSEE, FL 32301-2607

SUBJECT: MAC, INC.  
Ref. Number: W97000016700

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for MAC, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 797A00036840

97 JUL 25 PM 1:52  
P-10-11-1997

ARTICLES OF INCORPORATION

OF

MCNEIL AND COX, INC.

FILED  
97 JUL 18 AM 9:19  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

CORPORATE NAME AND PRINCIPAL OFFICE

The name of the corporation is MCNEIL AND COX, INC. and its principal office and mailing address is 4500 Olde Plantation Place, Destin, Florida 32541.

ARTICLE TWO

NATURE OF BUSINESS

The purpose of the corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE THREE

CAPITAL STOCK

The corporation is authorized to issue Ten Thousand (10,000) shares of stock with a par value of one dollar (\$1) each. Such stock shall be of a single class.

ARTICLE FOUR

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon the filing of these Articles.

## ARTICLE FIVE

### REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered office of the corporation is 1234 Airport Road, Suite 205, Destin, Florida 32541. The registered agent at that address is DAVAGE J. RUNNELS, III.

## ARTICLE SIX

### BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

The names and addresses of the initial board of directors of the corporation are as follows:

Beverly McNeil	4502 Olde Plantation Place Destin, Florida 32541
Patricia Cox	4500 Olde Plantation Place Destin, Florida 32541

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

## ARTICLE SEVEN

### INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

## ARTICLE EIGHT

### AMENDMENT

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 stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

## ARTICLE NINE

### PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

## ARTICLE TEN

### INCORPORATOR

The name and address of the incorporator is :

Davage J. Runnels, III  
Hall & Runnels, P.A.  
1234 Airport Road, Suite 205  
Destin, Florida 32541

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these Articles on the 15th day of July, 1997.

  
\_\_\_\_\_  
DAVAGE J. RUNNELS, III, Incorporator

**ACKNOWLEDGEMENT**

STATE OF FLORIDA

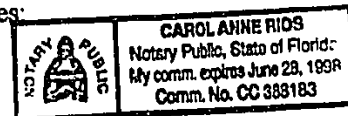
COUNTY OF OKALOOSA

Before me, the undersigned officer, personally appeared DAVAGE J. RUNNELS, III, Incorporator, for the purpose of lawfully executing these Articles of Incorporation.

*Carol Anne Rios*

Notary Public

My Commission Expires:



**ACCEPTANCE BY THE REGISTERED AGENT**

I, DAVAGE J. RUNNELS, III, hereby accept appointment as registered agent for the corporation, and acknowledge my acceptance with my signature below on the 15th day of July, 1997.

*DJ Runnels III*

DAVAGE J. RUNNELS, III  
Registered Agent

97 JUL 18 AM 9:19  
TALLAHASSEE, FLORIDA