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LAW OFFICE

JEAN S. PERWIN

INGRAHAM BUILDING • SUITE 623

25 SOUTHEAST SECOND AVENUE

MIAMI, FLORIDA 33131

(305) 372-1630 • FAX (305) 381-9834

August 11, 1997

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

300002266783--3  
-08/14/97--01041--017  
\*\*\*\*122.50 \*\*\*\*122.50

RE: MALbion, Inc.

Dear Sir or Madam:

Enclosed please find:

1. Articles of Incorporation on behalf of MALbion, Inc.
2. A check in the amount of \$122.50 for the filing fees.

If you have any questions regarding this filing, please do not hesitate to contact me.

Sincerely,

*Jean Perwin*

JEAN S. PERWIN

JSP:alc  
Enclosures

AUG 14

BSB

EFFECTIVE DATE  
8-21-97

**ARTICLES OF INCORPORATION  
OF  
MALbion, INC.**

**FILED**  
97 AUG 14 PM 3:26  
CLERK OF CIRCUIT COURT  
FLORIDA

**ARTICLE I - NAME**

**EFFECTIVE DATE**  
8-21-97

The name of the corporation is **MALbion, Inc.** and the principal address of the corporation is: 12050 Kelly Greens Boulevard, Unit 124, Ft. Myers, Florida 33908.

**ARTICLE II - DURATION**

The period of the duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon August 21, 1997.

**ARTICLE III - PURPOSES**

The purpose or purposes for which the corporation is consulting services in the area of historical research and any other lawful purpose.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue two thousand shares of common stock (2,000) par value \$1.00 per share.

**ARTICLE V - REGISTERED AGENT**

The street address and city of the registered office of the corporation is 12050 Kelly Greens Boulevard, Unit 124, Ft. Myers, Florida 33908 and the

name of its initial registered agent at such address is Michele Wehrwein Albion.

#### **ARTICLE VI - BOARD OF DIRECTORS**

The initial board of directors shall consist of two (2) members. The names and address of the persons who shall serve on the initial board are:

Michele Wehrwein Albion  
12050 Kelly Greens Boulevard  
Unit 124  
Ft. Myers, Florida 33908

James Albion  
12050 Kelly Greens Boulevard  
Unit 124  
Ft. Myers, Florida 33908

#### **ARTICLE VII - INCORPORATORS**

The name and address of the person signing these Articles is:

Michele Wehrwein Albion  
12050 Kelly Greens Boulevard  
Unit 124  
Ft. Myers, Florida 33908

The power to adopt, alter, amend or repeal Bylaws shall be vested solely in the Board of Directors.

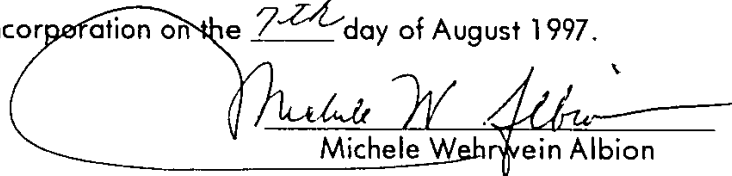
#### **ARTICLE VIII - INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by law.

**ARTICLE IX - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any amendment to them. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 7th day of August 1997.

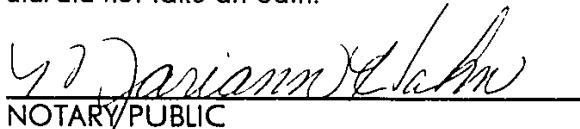
  
Michele Wehrwein Albion

STATE OF FLORIDA

COUNTY OF DADE

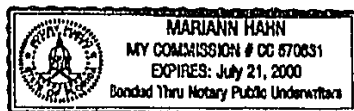
SS.

The foregoing was acknowledged before me this 7th day of August, 1997, by Michele Wehrwein Albion who is personally known to me or who has produced drivers license as identification and who did/did not take an oath.

  
NOTARY PUBLIC

NAME OF NOTARY: \_\_\_\_\_

COMMISSION NO.: \_\_\_\_\_



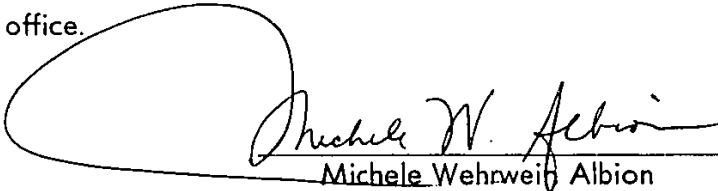
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF  
PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED.**

In pursuance to Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act.

THAT, **MAlbion, Inc.** desiring to organize under the laws of the State of  
Florida, as a for profit organization, with its principal office at 12050 Kelly  
Greens Boulevard, Unit 124, Ft. Myers, Florida 33908 hereby appoints  
Michele Wehrwein Albion as its agent to accept service of process within the  
State of Florida.

**ACKNOWLEDGMENT**

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

  
Michele Wehrwein Albion