

P97000086478

TRANSMITTAL LETTER

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

SUBJECT: Filing of Articles of Incorporation

400002312934--5
-10/06/97--01129--014
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation of MACASA, INC. and our

money order for \$__78.75 for the filing fee and a Certificate of Status.

Articles Filing Fee	\$70.00
Certificate of Status	8.75

FROM:

Caroline C. Williams

Caroline C. Williams
5650 Wesson Dr.
New Port Richey FL 34655-1224
(813) 375-9402

FILED
97 OCT -6 PM 2:11
SECRET
TALLAHASSEE, FLORIDA

10/14/97

**ARTICLES OF INCORPORATION
OF
MACASA, INC.**

FILED
97 OCT -6 PM 2:11
SECRET
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Articles of Incorporation hereby forms a Corporation under the laws of the State of Florida as follows:

ARTICLE I - NAME

The name of the corporation is:

MACASA, INC.

ARTICLE II - TERM OF EXISTENCE

The date when the corporate existence shall commence shall be the date filed by the State and the corporation shall have perpetual existence thereafter.-

ARTICLE III - PURPOSES

This corporation is organized to include the transaction of any of all lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock having no par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sales for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as 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 at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is at: This is also the Principal address.

8650 WESSON RD NEW PORT RICHEY, FL 34655

The name of the initial registered agent of this corporation at that address is:

CAROLINE C. WILLIAMS

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by amendment of the bylaws of this corporation in the manner provided by law, but shall never be less than one.

ARTICLE VIII - INCORPORATOR

The name and street address of the Incorporator signing these Articles of Incorporation is:

Name

Address

CAROLINE C. WILLIAMS 5850 WESSON RD. NEW PORT RICHEY FL 34855

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation,

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26 day of Sept. 19 97

Caroline C. Williams
Caroline C. Williams

CERTIFICATE DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 627.0502, Florida Statutes, the undersigned 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:

MACASA, INC.

2. The name and address of the registered agent is:

CAROLINE C. WILLIAMS

5650 WESSON RD. NEW PORT RICHEY FL 34655

FILED
97 OCT -6 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Caroline C. Williams
Caroline C. Williams

DATE 9/26/97