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JACK G. HAND, JR., P.A.
ATTORNEY AND COUNSELLOR AT LAW

SUNTRUST BUILDING - SUITE 1000
200 WEST FORSYTH STREET

JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 356-1533 • FAX (904) 634-4750

JACK G. HAND, JR.

HORACE R. DREW, JR.
RETIRED

December 8, 1997

State of Florida
Division of Corporations
P.O. Box 6237
Tallahassee, Florida 32314

100002367771--8
-12/10/97--01018--009
*****70.00 *****70.00

Re: Michael P. Steve, Inc.

Ladies and Gentlemen:

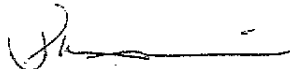
Enclosed for filing is the original fully executed Articles of Incorporation of Michael P. Steve, Inc. Also enclosed is our firm check in the amount of \$70.00 to cover the filing fee of \$35.00 and the registered agent designation fee of \$35.00.

Please file the original Articles immediately and deliver an acknowledgment of the filing through the undersigned in the enclosed, self-addressed, stamped envelope which we have included for that purpose.

If you have any questions concerning this matter, please do not hesitate to contact the undersigned by collect call. Thank you for your assistance.

EFFECTIVE DATE
1-1-98

Sincerely,



Patricia J. Mulligan
Assistant to Jack G. Hand, Jr.

/pm
enclosure
(PM22steve-It.sos)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

CB
12-10-97

**ARTICLES OF INCORPORATION
OF
MICHAEL P. STEVE, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

EFFECTIVE DATE
1-1-98

ARTICLE I

NAME

The name of the corporation is Michael P. Steve, Inc.

ARTICLE II

NATURE OF BUSINESS

The corporation is organized for the purpose of transacting any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

PRINCIPAL OFFICE

The principal office and original mailing address of the corporation is 415 Pablo Avenue, Suite 101, Jacksonville Beach, Florida 32250-5530.

ARTICLE IV

CAPITAL STOCK

A. Authorized Capital. This corporation is authorized to issue one thousand (1,000) shares of the par value of One Dollar (\$1.00) each, which shall be designated "Common Shares."

B. Preemptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds,

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 415 Pablo Avenue, Suite 101, Jacksonville Beach, Florida 32250-5530, and the name of the initial registered agent of this corporation at that address is Michael P. Steve.

ARTICLE VI

INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
Michael P. Steve	415 Pablo Avenue, Suite 101 Jacksonville Beach, Florida 3225-5530

ARTICLE VII

EFFECTIVE DATE

The corporate existence of this corporation shall begin on January 1, 1998.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the by-laws of this corporation, but shall never be less than one. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Michael P. Steve	415 Pablo Avenue, Suite 101 Jacksonville Beach, Florida 3225-5540

ARTICLE IX

AMENDMENT

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 subscriber has executed these Articles of Incorporation, this 4th day of December, 1997.

Signed, sealed and delivered
in the presence of:

Mary C. Bygg

Bertice L. Klepac

Michael P. Steve
MICHAEL P. STEVE

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 4 day of December, 1997, by MICHAEL P. STEVE, who is personally known to me or has produced Drivers License as identification.



Joann E. Preston
Notary Public, State of Florida

My Commission Expires: 5/27/99

JOANN E. PRESTON
Typed or Printed Name of Notary

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091 AND SECTION 607.0501, FLORIDA
STATUTES ,THE FOLLOWING IS SUBMITTED:

MICHAEL P. STEVE, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA AND WITH ITS PRINCIPAL PLACE OF BUSINESS AT 415 PABLO AVENUE,
SUITE 101, CITY OF JACKSONVILLE BEACH, STATE OF FLORIDA 32250-5540, HAS
DESIGNATED MICHAEL P. STEVE, LOCATED AT 415 PABLO AVENUE, SUITE 101,
CITY OF JACKSONVILLE BEACH, STATE OF FLORIDA 32250-5540, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


MICHAEL P. STEVE, Incorporator

DATED: December 4th, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


MICHAEL P. STEVE, Incorporator

DATED: December 4th, 1997

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA