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WILLIAM C. BORGERSEN, ESQUIRE
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ROBIN A. VAILLANCOURT
RETIRED

December 8, 1997

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

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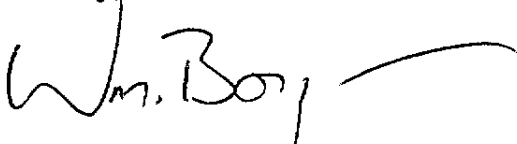
Re: MACINTIRE MARKETING ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,



William C. Borgersen, Esquire

WCB/bg
Enclosures:

FILED
97 DEC 12 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97-12-12-97

ARTICLES OF INCORPORATION
OF
MACINTIRE MARKETING ENTERPRISES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is MACINTIRE MARKETING ENTERPRISES, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 1725 Golfview Drive, Belleair, Florida 33756.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) shares.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are William C. Borgersen, Esquire, 2530 West Bay Drive, Largo, Florida 33770.

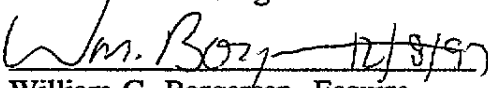
ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation are William C. Borgersen, Esquire, 2530 West Bay Drive, Largo, Florida 33770.

ARTICLE X. AMENDMENT OF ARTICLES OF INCORPORATION.

These articles shall be modified, amended or repealed only by a super majority vote of the stockholders in favor of the amendment.

The undersigned has executed these articles of incorporation on December 8, 1997.


William C. Borgersen, Esquire
Incorporator

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.050, 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 Macintire Marketing Enterprises, Inc
2. The name of the registered agent is William C. Borgersen, Esquire.
3. The address of the registered agent/registered office is 2530 West Bay Drive, Largo, Florida 33770.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


William C. Borgersen, Esquire

December 8, 1997

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