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LAW OFFICES OF

ROBERT W. WILSON, P.A.  
LANDMARK BUILDING  
401 SOUTH LINCOLN AVENUE  
CLEARWATER, FLORIDA  
33756

TELEPHONE (813) 446-1036

FAX (813) 442-5318

December 11, 1997

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\*\*\*122.50 \*\*\*122.50

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301


RE: M. B. FORD, INC.  
#26,824-w

Dear Sir or Madam,

Please find enclosed the Articles of Incorporation for the above referenced corporation, along with our check in the amount of \$122.50 for filing.

Thank you for your usual courtesy and prompt attention to this matter. If you have any questions or need additional information, please feel free to call.

Very truly yours,

  
ROBERT W. WILSON

RWW\cm  
Encs.

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DIVISION OF CORPORATIONS  
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## ARTICLES OF INCORPORATION

THE UNDERSIGNED, hereby makes, executes and adopts the following Articles of Incorporation:

ARTICLE I. NAME. The name of this Corporation shall be:

M. B. FORD, INC.

ARTICLE II. GENERAL NATURE OF BUSINESS. The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, as follows:

1. To build, erect, construct, lease or otherwise acquire, manage, occupy, maintain, and operate buildings for hotel purposes, dwelling houses, apartment houses, office buildings, and lands, buildings for hotels, apartment houses, dwelling houses, office buildings, and business structures of all kinds for the accommodation of the public and of individuals. To keep, manage, conduct, and operate hotels, apartment houses, dwelling houses, restaurants, lunch and tea rooms, barber shops, billiard halls, cafes, and bars, for the accommodation of the public and of individuals.

2. To purchase, improve, rent, lease, own, mortgage, hold, enjoy, maintain, sell, develop and subdivide real estate, and deal in real estate of every description.

3. To manufacture, build, erect, alter and repair all kinds of buildings, structures, articles and property, and to buy, sell, own, hold and deal in personal property of all kinds.

4. To act as broker, factor or agent of persons, firms, co-partnerships or corporations in the negotiation of sale of property, both real and personal, for commission or compensation.

5. To both lend and borrow money, either with or without security.

6. To manufacture, buy, sell, deal in, export and import every kind or description of material, merchandise, products or other property and to act as the purchasing and selling agents therefor.

7. To acquire the good will of any person, firm, business or corporation, and their rights, properties, patents, grants, concessions, trade-marks, trade-names, distinctive marks, processes and patents and other property rights, to hold, use, operate under and sell the same, and to grant licenses for the use of the same.

8. To establish, buy, sell, conduct, hire, lease or maintain warehouses, cold storage plants, and packing houses of every description.

9. To manufacture, buy, sell, import, hire and lease and generally deal in machinery, materials, implements and conveyances, suitable for use in connection with the produce business or otherwise.

10. To borrow money and contract debts, when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purposes of its incorporation.

11. To issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness,

payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by a mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment of property purchased or acquired, or any other lawful objects.

12. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock or any bonds, securities or evidence of indebtedness created by any other corporation or corporations of this state or any other state or government and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

13. To purchase, hold, sell and transfer shares of its own capital stock, providing that this corporation shall not purchase its own shares of capital stock, except from the surplus of its assets over its liabilities, including capital, and provided further that share of its owned capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholders' quorum or vote.

14. To conduct business, have one or more offices, and hold, purchase, mortgage and convey real and personal property in this state and any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and in foreign countries.

15. To carry out all of any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either along or in connection with any person, firm, association or corporation.

16. To do all and everything necessary and proper for the accomplishment of the object enumerated in its Articles of Incorporation or any amendment thereof, or necessary or incidental to the protection or benefit of the corporation, and in addition to the specific powers herein enumerated, have any and all rights, powers and privileges which are, can be or may be granted to corporations incorporated under the laws of the State of Florida, and in that connection, to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth in the Articles of Incorporation or any amendment thereof.

ARTICLE III. CAPITAL STOCK. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 500 shares of common stock at \$1.00 par value, upon which there is by no preemptive rights except to the extent specified by the By-Laws. Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting. The amount of capital with which this corporation shall begin business is FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE IV. TERM OF EXISTENCE. This Corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE V. ADDRESS OF CORPORATION. The principal office of this corporation shall be located at 1243 Markham Avenue, Spring Hill, Florida 34606. The Board of Directors may from time to time designate such other address and place for the principal office of

this corporation as it may see fit.

ARTICLE VI. DIRECTOR(S). The Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws.

ARTICLE VII. INITIAL DIRECTOR(S). The names and addresses of the Directors who shall hold office until a successor or successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
MONTE B. FORD	1243 Markham Avenue, Spring Hill, FL 34606
EMMA JANE FORD	1243 Markham Avenue, Spring Hill, FL 34606

ARTICLE VIII. INCORPORATORS. The names and addresses of the subscribers and the number of shares of stock each agrees to take and the consideration therefor are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
MONTE B. FORD	1243 Markham Avenue Spring Hill, FL 34606	100	\$ 100.00
EMMA JANE FORD	1243 Markham Avenue Spring Hill, FL 34606	100	\$ 100.00

ARTICLE IX. INITIAL OFFICERS. The names and addresses of the officers of the Corporation, who shall hold office until successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
MONTE B. FORD	President	1243 Markham Avenue Spring Hill, FL 34606
EMMA JANE FORD	Secretary-Treas.	1243 Markham Avenue Spring Hill, FL 34606

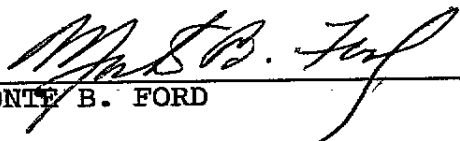
ARTICLE X. REGISTERED AGENT AND REGISTERED ADDRESS OF REGISTERED AGENT. The registered agent and registered address of

the registered agent of the Corporation shall be:

MONTE B. FORD, 1243 Markham Avenue, Spring Hill, FL 34606.

ARTICLE XI. 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 a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles be made.

IN WITNESS WHEREOF, THE UNDERSIGNED, as Incorporators of the foregoing Articles of Incorporation, have executed them this 11th day of December, 1997, for the uses and purposes therein set forth.


  
MONTE B. FORD

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 11th day of December, 1997, personally appeared before me, MONTE B. FORD, as Incorporator of M. B. FORD, INC., who is personally known to me or who has produced Driver's License or other picture I.D. as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first above written.

My Commission Expires:

  
JO A. DALL, Notary Public




Jo A. Dall  
MY COMMISSION # CC522383 EXPIRES  
February 22, 2000  
BONDED THRU TROY PAIN INSURANCE, INC.

**CONSENT BY REGISTERED AGENT**

Having been named to accept service of process for the above-named corporation, at the place designated in these Articles, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of the Florida law relative to keeping the designated office open.

Dated: December 11, 1997

  
MONTE B. FORD  
1243 Markham Avenue  
Spring Hill, FL 34606

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