

P98000004682



ACCOUNT NO. : 072100000032
REFERENCE : 665661 84505A
AUTHORIZATION : Patricia Pujols
COST LIMIT : \$ 70.00

ORDER DATE : January 12, 1998
ORDER TIME : 2:33 PM
ORDER NO. : 665661-005
CUSTOMER NO: 84505A

800002397538--8

CUSTOMER: Mr. Michael Germino
INTEGRATED ACCOUNTING & TAX
SERVICES, INC.
921 East Klosterman Road
Tarpon Springs, FL 34689

DOMESTIC FILING

NAME: ~~M.C.R. ENTERPRISES, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

2555-2544.
W98-784

EXAMINER'S INITIALS:

JG
1/15/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 PM 12:34
RECEIVED
98 JAN 12 PM 3:31
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 PM 12:34

January 13, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: M.C.R. ENTERPRISES, INC.
Ref. Number: W98000000784

We have received your document for M.C.R. ENTERPRISES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 898A00001826

RESUBMIT
Please give original
submission date as file date.

RECEIVED
98 JAN 15 AM 11:36
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

MARK C. RALLS ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 PM 12:34

Article I - NAME

The name of the corporation is MARK C. RALLS ENTERPRISES, INC.

Article II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

Article III - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

MARK C. RALLS ENTERPRISES, INC.
1000 TARPON WOODS BLVD. #502
PALM HARBOR, FL 34685

The name and street address of the Initial Registered Agent of this Corporation is:

MICHAEL GERMINO
921 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

Article IV - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the applicable laws of the State of Florida, the United States, or any other county, state, territory or nation.

Article V - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED SHARES (500) shares of common stock having \$1.00 PAR VALUE.

Article VI - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

Article VII - OFFICERS AND DIRECTORS

This corporation shall have ONE director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The names and addresses of the initial director(s) are:

MARK C. RALLS
PRESIDENT, VICE PRESIDENT
TREASURER, SECRETARY
1000 TARPON WOODS BLVD. #502
PALM HARBOR, FL 34685

Article VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article IX - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

Article X - 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.

Article XI - INCORPORATOR

The name and address of the incorporator(s) signing these articles of Incorporation are:

MARK C. RALLS
PRESIDENT, VICE PRESIDENT
SECRETARY, TREASURER
PALM HARBOR, FL 34685

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation on this 1ST day of January, 1998.

INCORPORATORS:

By: Mark C. Ralls
MARK C. RALLS

STATE OF Florida
COUNTY OF Pinellas

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared _____ identified by a Florida Driver License # R420-543-53-368-0 executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I hereunto affixed my hand and seal, in the State and County aforesaid, this 1ST day of January, 1998.

Joan Santelli

Notary Public for the
State of
My commission expires:



Joan Santelli
My Commission #CC464363
Expires May 16, 1999



Joan Santelli
My Commission #CC464363
Expires May 16, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 PM 12:34

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

Certificate of Registered Agent
of

MARK C. RALLS ENTERPRISES, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

921 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

has named **Michael Germino** located at the aforesaid address, as its **Registered Agent** to accept service of process within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of the position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Michael Germino
Registered Agent