

Pg 8 000028917

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL. 32314

Re: C + M, Inc.

900002460279--0

-03/18/98--01026--002

****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Yours very truly,

Charly M. DePortis

(individual's name)

C & M, Inc.

(name of corporation)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR 27 AM 11:26

FILED

MAILING ADDRESS OF CORPORATION BELOW

Address: 1400 Grasslands Blvd #10
City: Lakeland State: FL Zip: 33803
(941) 686-6070
Area code Phone number Ext.

~~W 98-417-1~~
~~2544~~

F. CHESSEB MAR 30 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 19, 1998

CHARLES M DEBATS
1400 GRASSLANDS BLVD #10
LAKELAND, FL 33803

SUBJECT: C & M, INC.
Ref. Number: W98000006174

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98 MAR 27 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for C & M, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 998A00014930

~~Benny~~ -

ARTICLES OF INCORPORATION
OF
MELTON, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be MELTON, INC..

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Incorporator. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rate share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make

Article Of Incorporation Of MELTON, INC.

satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer
Restrictions Imposed By This Corporation's Articles
Of Incorporation, A Copy Of Which Is On File At This
Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be 2. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: CHARLES M. DeBATS, 1400 Grasslands, #10, Lakeland, Florida 33803; MARJORIE L. DeBATS, 1400 Grasslands, #10, Lakeland, Florida 33803.

ARTICLE VIII. INITIAL OFFICERS

The name and address of each individual who shall serve as Officer are: President, CHARLES M. DeBATS, 1400 Grasslands Boulevard, #10, Lakeland, Florida 33803, and Vice-President, MARJORIE L. DeBATS, 1400 Grasslands Boulevard, #10, Lakeland, Florida 33803.

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

Articles Of Incorporation Of MELTON, INC.

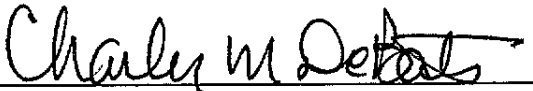
ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 1400 Grasslands, #10, Lakeland, Florida 33803.

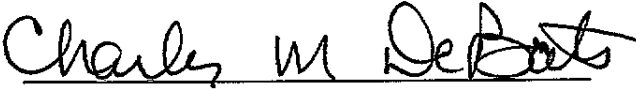
The name of the individual who shall serve as this corporation's initial registered agent at that address is: CHARLES M. DeBATS.

ARTICLE XI. INCORPORATOR

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


CHARLES M. DeBATS - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of MELTON, INC. . I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for MELTON, INC. .


CHARLES M. DeBATS - Registered Agent

State Of FLORIDA
County Of POLK

On 3-25-98, CHARLES M. DeBATS, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, Incorporation Of MELTON, INC. .

FL DL 0132153 340920

Articles Of Incorporation Of MELTON, INC.

William N Setterberg

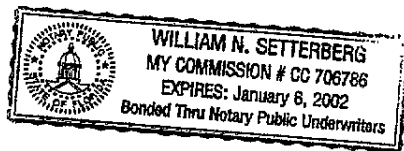
Notary Public

William N Setterberg
(Notary Public Printed Or Typed Name)

1-6-02

Commission Expiration Date & Commission Number:

(SEAL)



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98 MAR 27 AM 11:26
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TALLAHASSEE, FLORIDA

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