

MICHAEL WM MEAD

Attorney at Law

POST OFFICE DRAWER 1329
24 WALTER MARTIN ROAD
FORT WALTON BEACH, FLORIDA 32549-1329
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June 12, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-06/15/98-01087--005
***122.50 ***122.50

RE: M.C.R. OF DESTIN, INC.

Gentlemen:

Enclosed please find the original and one copy each of the Articles of Incorporation and Registered Agent form for filing regarding the above-referenced matter. Please file and return a certified copy to this office.

Also enclosed please find my check in the sum of \$122.50 which represents the following:

Filing fee	\$ 35.00
Certified copies	52.50
Registered agent	35.00

Thank you for your assistance and cooperation in this matter.

Sincerely,



MICHAEL Wm MEAD
MWM/mw

Enclosures: a/s

FILED
98 JUN 29 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORP\Corporat.ltr

W98-13656
TA-6/29/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 17, 1998

MICHAEL WM MEAD, ESQ.
PO DRAWER 1329
FORT WALTON BEACH, FL 32549-1329

We have received your document for M.C.R. OF DESTIN, 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):

Your document is being returned as requested.

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) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 098A00033614

ARTICLES OF INCORPORATION
OF
M.C.R. OF DESTIN, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.
Name

The name of this corporation is:

M.C.R. OF DESTIN, INC.

ARTICLE II.
Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III.
Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV.
Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V.
Address

The principal place of business of this corporation shall be 10 Racetrack Road NW, Fort Walton Beach, Florida 32547, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

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TALLAHASSEE, FLORIDA

ARTICLE VI.
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE VII.
Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.
Officers

The names and addresses of the President, Vice President, and Secretary/Treasurer are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
CRAIG J. KRUSE	Post Office Box 309 Fort Walton Beach Florida 32549	President
MICHAEL Wm MEAD	Post Office Drawer 1329 Fort Walton Beach Florida 32549	Vice-President
RANDY DELCHAMPS	600 Bel Air Boulevard Suite 131 Mobile, Alabama 36606	Secretary/ Treasurer

ARTICLE IX.
Subscribers

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
CRAIG J. KRUSE	Post Office Box 309 Fort Walton Beach Florida 32549	250
MICHAEL Wm MEAD	Post Office Drawer 1329 Fort Walton Beach Florida 32549	250
RANDY DELCHAMPS	600 Bel Air Boulevard Suite 131 Mobile, Alabama 36606	250
GERALD E. SENNER	1 Beal Parkway Fort Walton Beach Florida 32548	250

ARTICLE X.
Registered Agent

The Registered Agent of the corporation shall be: MICHAEL Wm MEAD, and the street address of the office, place of business or location for the service of process within this State shall be: 24 Walter Martin Road, Fort Walton Beach, Florida 32548.

ARTICLE XI.
Incorporator

The name and address of the incorporator to these Articles of Incorporation is:

Michael Wm Mead
Post Office Drawer 1329
Fort Walton Beach, Florida 32549

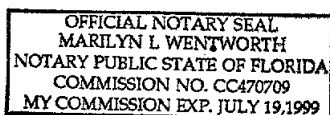
IN WITNESS WHEREOF, the undersigned has hereunto executed these presents this 26th day of June, 1998.


MICHAEL Wm MEAD

STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by Michael Wm Mead, this 26th day of June, 1998, who is personally known to me.

MICHAEL Wm MEAD
ATTORNEY AT LAW
24 WALTER MARTIN ROAD
P. O. DRAWER 1329
FORT WALTON BEACH,
FLORIDA 32549-1329




Notary Public
My Commission Expires:

STATE OF FLORIDA
DEPARTMENT OF STATE

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

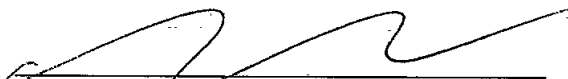
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: M.C.R. OF DESTIN, INC.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 10 Racetrack Road NW, Fort Walton Beach, Florida 32547, has named MICHAEL Wm MEAD, located at 24 Walter Martin Road, Fort Walton Beach, Okaloosa County, Florida 32548, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


MICHAEL Wm MEAD

(corp\mcr.ra\mw)

MICHAEL WM MEAD
ATTORNEY AT LAW
24 WALTER MARTIN ROAD
P. O. DRAWER 1329
FORT WALTON BEACH,
FLORIDA 32549-1329

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