

**Mandalay Partners Investment Group, Inc.**

452 Mandalay Avenue  
Clearwater, FL 33764  
(727) 442-8002

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 19 AM 8:49

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August 3, 1998

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

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-08/19/98-01010-008  
\*\*\*\*122.50 \*\*\*\*122.50

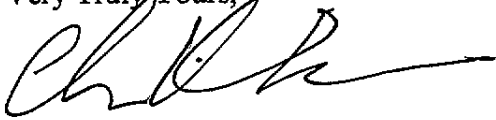
Re: Mandalay Partners Investment Group, Inc.

Gentlemen:

Enclosed please find the original and one copy of the 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.

Very Truly Yours,



Mandalay Partners Investment Group, Inc.  
452 Mandalay Avenue  
Clearwater, FL 33764  
(727)442-8002

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**ARTICLES OF INCORPORATION**

Of

*MANDALAY PARTNERS INVESTMENT GROUP, INC.*

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The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

*ARTICLE I – CORPORATE NAME*

The name of the corporation is:

**MANDALAY PARTNERS INVESTMENT GROUP, INC.**

*ARTICLE II – DURATION*

This Corporation shall exist perpetually unless dissolved according to Florida Law.

*ARTICLE III – PURPOSE*

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

*ARTICLE IV – CAPITAL STOCK*

The corporation is authorized to issue Five Hundred shares (500) of one Dollar(s) (\$1) par value Common Stock, which shall be designated "Common Shares."

*ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT*

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Jorge F. Alonso  
9714 - 121st Street, North  
Seminole, Florida 33772

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

Mandalay Partners Investment Group, Inc.  
452 Mandalay Avenue  
Clearwater, Florida 33764

*ARTICLE VI – INITIAL BOARD OF DIRECTORS*

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By - Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Francesco Longo  
100 Pierce Street  
Clearwater, Florida 33764

Christopher Gary Kirschner  
4810 Woodmere Road  
Tampa, FL 33609

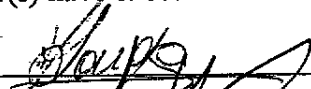

*ARTICLE VII – INCORPORATORS*

The names and addresses of the incorporator(s) signing these Articles of Incorporation are as follows:

Francesco Longo  
100 Pierce Street  
Clearwater, Florida 33764

Christopher Gary Kirschner  
4810 Woodmere Road  
Tampa, FL 33609

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 3<sup>rd</sup> day of August 1998.

 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

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:

\_\_\_\_\_

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that \_\_\_\_\_ executed these Articles of Incorporation, that I relied upon the form \_\_\_\_\_ of identification of the above named person \_\_\_\_\_ as indicated opposite each name, and that oath was not taken.

Notary Public Stamp Seal

Witness my hand and official seal in the County and State last aforesaid this \_\_\_\_\_ day of \_\_\_\_\_ 1998.

\_\_\_\_\_  
Notary Signature

\_\_\_\_\_  
Printed Notary Signature

**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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CERTIFICATE OF REGISTERED AGENT

OF

MANDALAY PARTNERS INVESTMENT GROUP, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

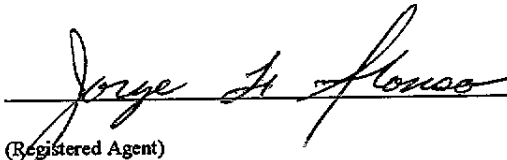
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

9714 – 121<sup>st</sup> Street, North  
Seminole, Florida 33772

has named Jorge F. Alonso located at the aforesaid address, as its Registered Agent to accept service of process within this state.

*ACKNOWLEDGEMENT*

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 that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
\_\_\_\_\_  
(Registered Agent)