

P98000086758



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 987934 11598A

AUTHORIZATION :

Katerina Pyle

COST LIMIT : \$ 78.75

ORDER DATE : October 7, 1998

ORDER TIME : 12:06 PM

ORDER NO. : 987934-005

CUSTOMER NO: 11598A

CUSTOMER: Terrence F. Pyle, Esq
RIGGS & PYLE
RIGGS & PYLE
707 Del Webb Boulevard

Sun City Center, FL 33573

DOMESTIC FILING

NAME: ~~MEL O-DEE, INC.~~

800002658288--4

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

2544
W98-22863

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FILING OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -7 PM 1:08

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10/9/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -7 PM 1:08

October 7, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MEL-O-DEE, INC.
Ref. Number: W98000022863

RESUBMIT

Please give original
submission date as file date.

We have received your document for MEL-O-DEE, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

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: 798A00049986

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**ARTICLES OF INCORPORATION
OF**

3-R-1 PROPERTIES, INC.

**ARTICLE I
NAME**

The name of the Corporation is 3-R-1 PROPERTIES, INC.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The Corporation is authorized for the following purposes: to engage or transact in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country; to engage in any activity or business incidental to or related to those activities or businesses set forth herein; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; and to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; and to carry out said purposes in any State, territory, district, or possession of the United States, or in any foreign country.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 7,500 shares of capital stock of the par value of \$1.00 which shall be designated "Common Shares", and all of which shall have the same rights and privileges.

ARTICLE V PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE OF CORPORATION

The street address of the initial Registered Office of the Corporation is as follows: 707 Del Webb Boulevard West, Sun City Center, Florida 33573; and the name of the initial Registered Agent of the Corporation at that address is: TERRENCE F. PYLE. The principal office and mailing address of the Corporation is: Post Office Box 5869, Sun City Center, Florida 33571-5869.

ARTICLE VII INITIAL BOARD OF DIRECTORS

The Corporation shall have one [1] Director 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 name and address of the initial Director of the Corporation is: TERRENCE F. PYLE, Post Office Box 5869, Sun City Center, Florida 33571-5869.

ARTICLE VIII INCORPORATOR

The name and address of the person signing these ARTICLES OF INCORPORATION is: TERRENCE F. PYLE, Post Office Box 5869, Sun City Center, Florida 33571-5869.

ARTICLE IX BYLAWS

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

ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE XI AMENDMENT

The 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 XII EFFECTIVE DATE

For all purposes, the Corporation will be effective as of **October 6, 1998**.

IN WITNESS WHEREOF, the undersigned Subscriber has executed the ARTICLES OF INCORPORATION of 3-R-1 PROPERTIES, INC. this 6th day of October, 1998.

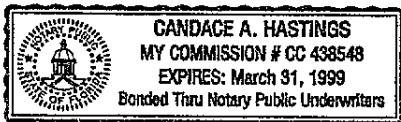


TERRENCE F. PYLE
Subscriber

STATE OF FLORIDA } S/S
COUNTY OF HILLSBOROUGH }

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **TERRENCE F. PYLE**, personally known by me (or, if not personally known by me, who produced N/A as proof of identification), and he acknowledged before me that he executed the **ARTICLES OF INCORPORATION** of 3-R-1 PROPERTIES, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 6th day of October, 1998.



Candace A. Hastings
NOTARY PUBLIC

State of Florida at Large

Print Name: CANDACE A. HASTINGS

Commission Number: CC 438548

My Commission Expires: MARCH 31, 1999

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

The following is submitted pursuant to the provisions of Section 607.0501 and Section 607.0505, Florida Statutes:

DESIGNATION

That ~~3-R-1 PROPERTIES, INC.~~ desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the ARTICLES OF INCORPORATION, in Sun City Center, County of Hillsborough, State of Florida, has named TERRENCE F. PYLE, whose place of business is at 707 Del Webb Boulevard West, in the town of Sun City Center, County of Hillsborough, State of Florida (and whose mailing address is Post Office Box 5869, Sun City Center, Florida 33571-5869), 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 the place designated in this CERTIFICATE, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open said Office.

DATED this 6th of October, 1998.


TERRENCE F. PYLE
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -7 PM 1:08