

P980000095633

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

McPherson Enterprises,
Inc.

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-11/12/98--01038--019
*****78.75 *****78.75

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DIVISION OF CORPORATION

✓ Art of Inc. File _____ EFFECTIVE DATE
LTD Partnership File _____ 11-10-98
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DIVISION OF CORPORATION
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Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

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R. Purinton NOV 12 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 12, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: MCPHERSON ENTERPRISES, INC.
Ref. Number: W98000025522

We have received your document for MCPHERSON ENTERPRISES, INC. and your check(s) totaling \$78.75. 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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 298A00054678

ARTICLES OF INCORPORATION

OF

MCPHERSON ENTERPRISES OF CENTRAL FLORIDA, INC.

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DIVISION OF CORPORATIONS

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ARTICLE I. NAME

The name of this corporation is MCPHERSON ENTERPRISES OF CENTRAL FLORIDA, INC.

ARTICLE II. DURATION

This corporation shall begin its existence on the 10th day of November, 1998.

EFFECTIVE DATE
11-10-98

ARTICLE III. PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

SEVEN THOUSAND FIVE HUNDRED (7,500) Shares of
Common Stock having a Nominal or Par Value of
ONE DOLLAR (\$1.00) per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this 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

The street address of the initial registered office of this corporation is 907 Webster Street, Leesburg, Florida 34748, and the name of the initial registered agent of this corporation is **CHARLES D. JOHNSON, ESQUIRE.**

ARTICLE VII. PRINCIPAL OFFICE

The address of the principal office is 1106 Teal Lane, Lady Lake, Florida 32159. The preferred mailing address is same.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) director, 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 name(s) and address(es) of the initial director(s) of this corporation is(are):

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM SCOTT McPHERSON	1106 Teal Lane Lady Lake, Florida 32159
MARILYNN P. McPHERSON	1106 Teal Lane Lady Lake, Florida 32159
TERESA L. McPHERSON	1106 Teal Lane Lady Lake, Florida 32159

ARTICLE IX. INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation is(are):

<u>NAME</u>	<u>ADDRESS</u>
MARILYNN P. McPHERSON	1106 Teal Lane Lady Lake, Florida 32159

ARTICLE X. INDEMNIFICATION

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

ARTICLE XI. 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.

IN WITNESS WHEREOF, the undersigned subscriber(s) has(have) executed these Articles of Incorporation this 10th day of November 1998.


MARILYN P. MCPHERSON, Subscriber

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
DIVISION OF CORPORATION
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Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MCPHERSON ENTERPRISES OF CENTRAL FLORIDA, INC.
2. The name and address of the registered agent and office is:

CHARLES D. JOHNSON
907 Webster Street
Leesburg, Florida 34748

SIGNATURE 
(Corporate Officer)

TITLE PRESIDENT

DATE November 10, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE _____