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ACCOUNT NO. : 072100000032

REFERENCE : 109717 108724A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 22, 1999

ORDER TIME : 3:58 PM

ORDER NO. : 109717-005

CUSTOMER NO: 108724A

CUSTOMER: Gary A. Forster, Esq  
POHL & SHORT, P.A.  
POHL & SHORT, P.A.  
Suite 410  
280 West Canton Avenue  
Winter Park, FL 32789

700002752627-9  
-01/25/99-01001--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

DOMESTIC FILING

NAME: MEPCO, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 JAN 22 AM 11:07

RECEIVED  
99 JAN 22 PM 10:00  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION  
OF  
MEPCO, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 22 AM 11:07

THE UNDERSIGNED, acting as sole incorporator of **MEPCO, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of the corporation is **MEPCO, INC.**

**ARTICLE II  
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

**ARTICLE III  
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 2541 South Semoran Blvd., Apt 1728, Orlando, Florida 32822. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV  
MAILING ADDRESS**

The mailing address of the corporation is 2541 South Semoran Blvd., Apt. 1728, Orlando, Florida 32822.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 280 W. Canton Avenue, Suite 410, Winter Park, Florida 32789, and the initial Registered Agent at such address is Gary A. Forster.

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no

event shall the number of Directors be less than one (1). The name and address of the person who is to serve as the initial Director until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify are as follows:

Glen Paul Huff

2541 South Semoran Blvd., Apt. 1728  
Orlando, Florida 32822.

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the sole incorporator of the corporation is Glen Paul Huff, 2541 South Semoran Blvd., Apt. 1728, Orlando, Florida 32822.

**IN WITNESS WHEREOF**, these Articles have been signed by the undersigned incorporator this 21st day of January, 1999.

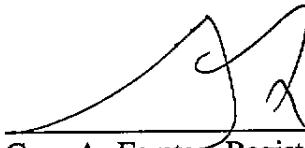
  
Glen Paul Huff, Incorporator

**ACCEPTANCE OF APPOINTMENT**  
**BY INITIAL REGISTERED AGENT**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 22 AM 11:07

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to his as Registered Agent of the corporation.

DATED this 21st day of January, 1999.



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Gary A. Forster, Registered Agent