

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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1.) Man Jay Holdings, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
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3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
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ARTICLES OF INCORPORATION

FOR

MayJay Holdings, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is

MayJay Holdings, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 1570 Madruga Avenue, Suite 211, Coral Gables, FL 33146.

ARTICLE III - OFFICERS AND DIRECTORS

The name and address of the initial officer(s) and director(s) is

P/S/T/D - Wendy Wetmor
1570 Madruga Avenue
Suite 211
Coral Gables, FL 33146

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ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of \$.01 per share.


ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is Corporate Access, Inc., 236 East 6th Avenue, Tallahassee, Florida 32303.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 236 East 6th Avenue, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 2nd day of April, 1999.



Corporate Access, Inc.
President - Danny Bennett

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, 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.

The name of the corporation is

MayJay Holdings, Inc.

The name and address of the registered agent is

Corporate Access, Inc.
236 East 6th Avenue
Tallahassee, Florida 32303

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Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.

Danny Bennett
Corporate Access, Inc.
President - Danny Bennett
Date - 4/1/99