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TRANSMITTAL LETTER

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

200002952402--0
-08/06/99-01042--001
*****122.50 *****78.75

SUBJECT: M. FELICE ENTERPRISES INC.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

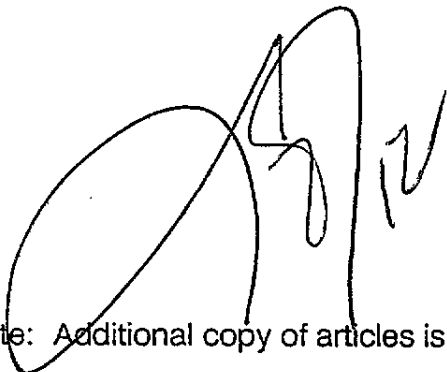
FROM:

MICHAEL FELICE
Name
P. O. BOX 431439
Address
BIG PINE KEY, FL 33043-1439
City, State, & Zip
(305) 872-8583
Telephone Number

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 AUG -6 AM 9:58

FILED



Note: Additional copy of articles is needed only when certified copy is requested.

ARTICLES OF INCORPORATION

OF

M. FELICE ENTERPRISES INC.

The undersigned incorporator(s), 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 shall be:

M. FELICE ENTERPRISES INC.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1542 BUTTONWOOD DRIVE
BIG PINE KEY, FL 33043

ARTICLE III CAPITAL STOCK

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

500

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

MICHAEL FELICE
1542 BUTTONWOOD DRIVE
BIG PINE KEY, FL 33043

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

MICHAEL FELICE
1542 BUTTONWOOD DRIVE
BIG PINE KEY, FL 33043

JAYNE JURGENSOHN
1542 BUTTONWOOD DRIVE
BIG PINE KEY, FL 33043

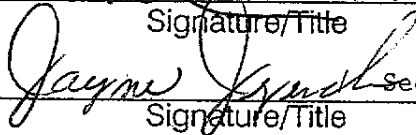
The undersigned has(have) executed these Articles of Incorporation this

3 day of August, 19 99.



President/Vice-President

Signature/Title



Secretary/Treasurer

Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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: M. FELICE ENTERPRISES INC.

2. The name and address of the registered agent and office is:

MICHAEL FELICE
(NAME)

1542 BUTTONWOOD DRIVE
(P.O. BOX NOT ACCEPTABLE)

BIG PINE KEY, FL 33043
(CITY/STATE/ZIP)

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TALLAHASSEE FLORIDA

SIGNATURE 

(corporate officer)

TITLE PRESIDENT

DATE 8.3.99

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 8.3.99