

LAW OFFICES OF
BATEH & CLARK

ABRAHAM I. BATEH, P.A.
ROSS T. CLARK
CHARLES R. BATEH

July 9, 1999

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JACKSONVILLE, FLORIDA 32207-2998
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P99000073031

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

700002930527-6
-07/14/99-01006-013
****122.50 *****78.75

Re: Melo, Inc.

Dear Sir or Madam:

Enclosed is an original and copy of the Articles of Incorporation for the above-named corporation and a check in the amount of \$122.50 which represents the filing fee.

- | | | |
|----|----------------------|----------|
| 1. | Filing Fee | \$35.00 |
| 2. | Certified Copy | \$52.50 |
| 3. | Registered Agent Fee | \$35.00. |

Please file the original of the enclosed Articles of Incorporation and return a certified copy to our office.

Your prompt attention to this matter is greatly appreciated. If you have any questions, please contact my office.

Very truly yours,



Ross T. Clark

RTC:pm

Enclosures

FILED
99 AUG 17 AM 8:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CP
8-17-99
6



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 22, 1999

BATEH & CLARK, ATTORNEYS
ROSS T. CLARK
1558 SAN MARCO BLVD.
JACKSONVILLE, FL 32207-2998

SUBJECT: MELO ENTERPRISES, INC.
Ref. Number: W99000016927

We have received your document for MELO ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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.

I called your office and left my name and number but I never received a return call.

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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 499A00037587

ARTICLES OF INCORPORATION

OF

MELO, INC.

FILED
99 AUG 17 AM 8:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I. NAME

The name of the corporation is MELO, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and 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 500 shares of common stock having par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 1558 San Marco Boulevard, Jacksonville, Florida 32207, and the name of the initial registered agent at that address is Ross T. Clark. The address of the principal office of the corporation is 8499 Harrow Court, Jacksonville, Florida, 32217.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided by the By-Laws. The named and street addresses of the initial director is:

Emmanuel Gutierrez
8499 Harrow Court
Jacksonville, FL 32217

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is: Emmanuel Gutierrez, 8499 Harrow Court, Jacksonville, Florida 32217. The incorporator of the corporation assign to this corporation his rights under the pertinent provisions of the Florida Statutes to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. AMENDMENTS

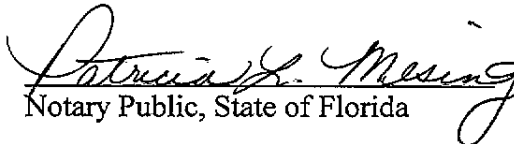
This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of August, 1999.

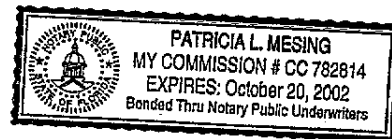

EMMANUEL GUTIERREZ

Before me, the undersigned authority, personally appeared Emmanuel Gutierrez, to me known to be the person who executed the foregoing Articles of Incorporation, and who is personally known to me and acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of August, 1999.


Notary Public, State of Florida

My Commission Expires:



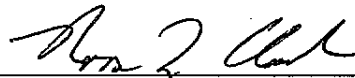
ACCEPTANCE OF DESIGNATION

Pursuant to Section 48.901, Florida Statutes, the following is submitted:

1. That Melo, Inc., is desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at Jacksonville, Duval County, Florida, and has named Ross T. Clark, 1558 San Marco Boulevard, Jacksonville, Florida 32207, as its agent to accept service of process within this State.

2. Having been named to accept service of process for the corporation named above, at the place designated in this Certificate, the undersigned agrees to act in that capacity and comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office.

Dated this 12th day of August, 1999.



ROSS T. CLARK
Registered Agent

FILED
99 AUG 17 AM 8:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA