

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

P95000070859

RE: Metropolitan, Inc. 95

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE (_____) _____
 Service: Top Priority _____ Regular _____
 One Day Service Two Day Service
 To us via _____ Return via _____
 Matter No.: _____ Express Mail No. _____
 State Fee \$ _____ Our \$ _____

	C.C. FEE.	DISBURSED
Capital E.....		
Art. of Inc. F.....		
Corp. and S.....		
Ltd. Partn.....		
Foreign Corp. Fil.....		
() Cert. Copy(s).....		
Art. of Amend. File.....		
Dissolution/Withdrawal.....		
C U S.....		
Fictitious Name File.....		
Name Reservation.....		
Annual Report/Reinstatement.....		
Reg. Agent Service.....		
Document Filing.....		
Corporate Kit.....		
Vehicle Search.....		
Driving Record.....		
Document Retrieval.....		
UCC 1 or 3 File.....		
UCC 11 Search.....		
UCC 11 Retrieval.....		
File No.'s, _____ Copies.....		
Courier Service.....		
Shipping/Handling.....		
Phone ().....		
Top Priority.....		
Express Mail Prop.....		
FAX () _____ pgs.....		
SUBTOTALS		

200001428618
 -03/14295--D1019--015
 ***367.50 ***122.50

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 MAR 15 11 51 AM '95
 FILED

W95-5123
502

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY JW

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

WALK-IN Will Pick Up 3-14 11:00

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 14, 1995

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

SUBJECT: METROPOLITAN, INC.
Ref. Number: W95000005623

We have received your document for METROPOLITAN, 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):

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 an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 795A00011316

ARTICLES OF INCORPORATION

OF

METROPOLITAN MHP, Inc.

ARTICLE I

NAME

The name of this corporation is

METROPOLITAN MHP, Inc.

ARTICLE II

PURPOSE

This corporation is organized for the following purposes:

1. To own and operate real estate.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify her from voting thereon.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(c) Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 6940 Lions Head Lane, Boca Raton, Florida 33496. The initial registered agent of this corporation is LEONARD LEEDS with his address at 6940 Lions Head Lane, Boca Raton, Florida 33496. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director(s), 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 and address of the initial Director of this corporation is:

LEONARD LEEDS

6940 Lions Head Lane
Boca Raton, FL 33496

ARTICLE VII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

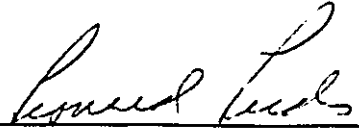
ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles is:

LEONARD LEEDS
6940 Lions Head Lane
Boca Raton, FL 33496

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of March, 1995.



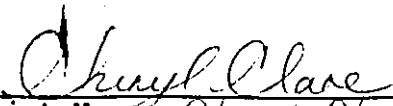
LEONARD LEEDS

STATE OF FLORIDA)

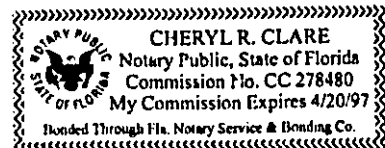
COUNTY OF PALM BEACH)

Sworn to and subscribed before me this 8th day of March, 1995, by Leonard Leeds, who is personally known to me (or who has produced FL DL as identification) and who did take an oath.

(SEAL)



Print Name: Cheryl Clare
Notary Public, State of Florida



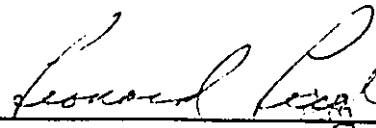
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **METROPOLITAN MHP, Inc.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Boca Raton, County of Palm Beach, State of Florida has named **LEONARD LEEDS**, located at 6940 Lions Head Lane, Boca Raton, Florida 33496, its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.



LEONARD LEEDS
(Registered Agent)

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MAR 15 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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