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JOHN F. HOWARD
Attorney at Law
120 Mini Ranch Road
Sebring, FL 33870-9753
941-655-0503

July 15, 1999

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

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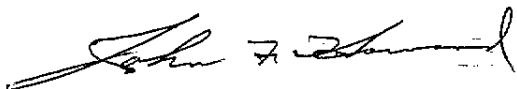
Re: MARTRU, Inc.

Gentlemen:

In reference to the above, enclosed please find the original and one copy of the proposed Articles of Incorporation for MARTRU, INC., together with my trust account check in the sum of Seventy Dollars (\$70.00) to cover the filing fee and designation of the resident agent. Please conform the copy and return to me together with the Certificate of Incorporation.

Thanking you for your assistance in this regard, I remain

Sincerely yours,



John F. Howard

Encl. 3

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
OF
MARTRU, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED subscribers to these Articles of Incorporation, natural persons competent to contract, hereby suscribe to and form a Corporation for Profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

MARTRU, INC.

ARTICLE II

The term of existence of this corporation shall be perpetual.

ARTICLE III

The corporation may engage in any business or activity permitted under the laws of the State of Florida or the United States of America.

ARTICLE IV

The number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand (7,000) shares of common stock, each share having a par value of One Dollar (\$1.00).

ARTICLE V

Each shareholder, upon the issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

The street address of the initial place of business of this corporation shall be:

3750 North U.S. 27 Highway
Sebring, FL 33870

The registered agent of the corporation shall be JOHN F. HOWARD, Attorney, whose mailing address is 120 Mini Ranch Road, Sebring, FL 33870-9753, which shall be the registered office of this corporation.

ARTICLE VII

The corporation shall have a Board of Directors consisting of two (2) Directors initially, whose names and addresses are as follows:

MARGIE OSBORNE
4217 Shad Drive
Sebring, FL 33870

TRUMA SPIRES
2003 Roseland Avenue
Sebring, FL 33870

The number of Directors may be increased or decreased from time to time by the By-Laws.

ARTICLE VIII

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

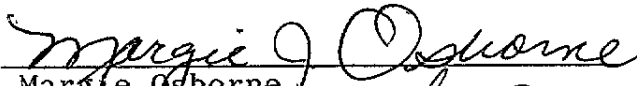
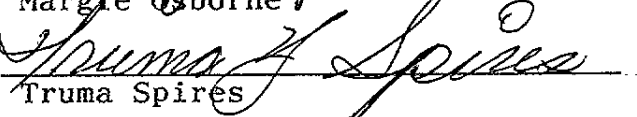
MARGIE OSBORNE
4217 Shad Drive
Sebring, FL 33870

TRUMA SPIRES
2003 Roseland Avenue
Sebring, FL 33870

ARTICLE IX

At each election of Directors, every shareholder entitled to vote at such election shall have the right to cumulate his vote by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such shares on the same principal among any number of such candidates.

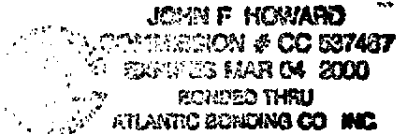
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 15th day of July, 1999.


Margie Osborne

Truma Spires

STATE OF FLORIDA

COUNTY OF HIGHLANDS

BEFORE ME, the undersigned authority, personally appeared, MARGIE OSBORNE and TRUMA SPIRES, who are personally known to me, or who presented their respective driver's licenses to me for identification who acknowledged before me that they executed the foregoing Articles of Incorporation for the purposes therein set forth.



Notary Public
Commission No.
My commission expires:

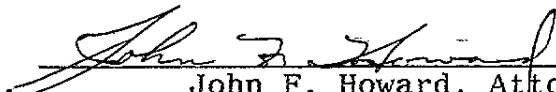
DESIGNATION OF RESIDENT AGENT FOR SERVICE OF PROCESS

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

FIRST, that MARTRU, INC. desiring to be organized under the laws of the State of Florida, with its principal place of business and office located at 3750 North U.S. 27 Highway, Sebring, FL 33870, has designated in the Articles of Incorporation at the City of Sebring, County of Highlands, State of Florida, has named JOHN F. HOWARD, ATTORNEY, at 120 Mini Ranch Road, Sebring, County of Highlands, State of Florida, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, as Agent, at the place designated in this certificate, I HEREBY ACCEPT to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


John F. Howard, Attorney
as Resident Agent

FILED
99 JUL 19 PM 3:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA