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TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-10/26/95--01045--009
***+245.00 ***+122.50

SUBJECT: PMM ASSOCIATES LTD.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

RICHARD M. KRAWCZYK
(Name of Person)

PMM ASSOCIATES, LTD.
(Firm/Company)

101 SOUTHALL LN, 4th FLOOR
(Address)

MAITLAND, FL 32751
(City, State and Zip Code)

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TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

RICHARD M. KRAWCZYK at (407) 667-9745
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

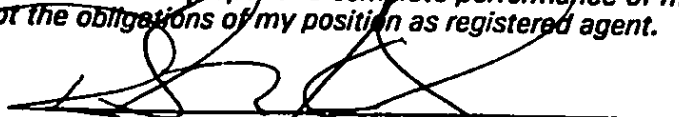
**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. PMM ASSOCIATES LTD. INC
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. NEVADA
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 3/9/95
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 10/26/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 101 SOUTHHALL LANE, 4TH FLOOR
MAITLAND, FL 32751
(Current mailing address)
8. REAL ESTATE INVESTMENTS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: RICHARD M. KRAWCZYK
Office Address: 101 SOUTHHALL LANE, 4TH FLOOR
MAITLAND, Florida, 32751
(Zip Code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: RICHARD M. KRAWCZYK

Address: 101 SOUTHWALL LANE, 4TH FLOOR
MAITLAND, FL 32751

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: RICHARD M. KRAWCZYK

Address: 101 SOUTHWALL LANE, 4TH FLOOR
MAITLAND, FL 32751

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

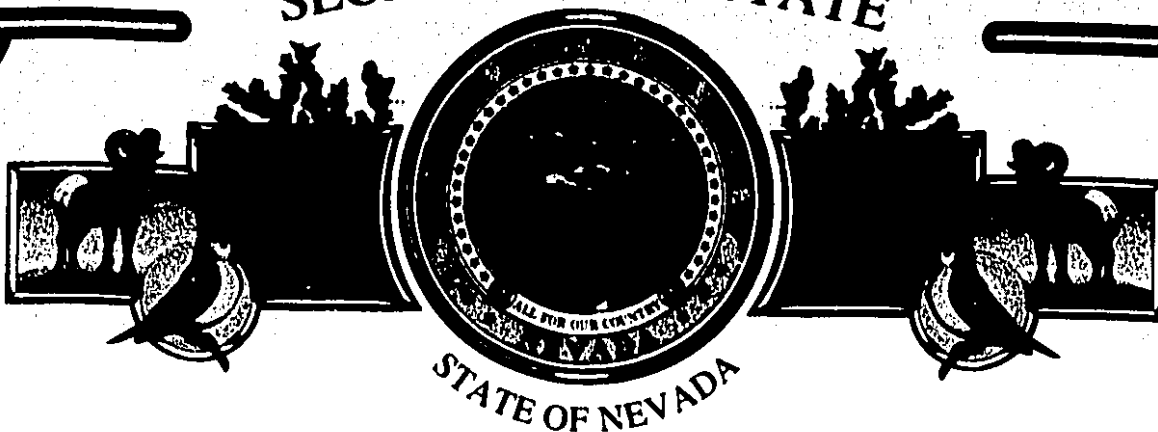
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RICHARD M. KRAWCZYK - CHAIRMAN
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE



CORPORATE CHARTER

I, DEAN HELLER, Secretary of State of the State of Nevada, do hereby certify that PMM & ASSOCIATES, LTD. did on the NINTH day of MARCH, 1995 file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, this NINTH day of MARCH, 1995.



Dean Heller

Secretary of State

By *Margaret M. Quinn*

Certification Clerk

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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