



P00000092898

ACCOUNT NO. : 072100000032

REFERENCE : 849769 7166270

AUTHORIZATION :

COST LIMIT : \$ 78.75

FILED
00 OCT -2 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 2, 2000

ORDER TIME : 11:45 AM

ORDER NO. : 849769-010

CUSTOMER NO: 7166270

CUSTOMER: Gary B. Frese, Esq
Frese Nash & Torpy

Suite 505
930 South Harbor City Blvd.
Melbourne, FL 32901

200003410982--S

FILE 1ST
AT 3:00
10/2

DOMESTIC FILING

NAME: MHI OF TEXAS HOLDING CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

RECEIVED
00 OCT -2 PM 12:18
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

Mr 10/10

File 2/19

ARTICLES OF INCORPORATION
OF
MHI OF TEXAS HOLDING CORP.

00 OCT -2 PM 2:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the Corporation shall be **MHI OF TEXAS HOLDING CORP.**

ARTICLE II

The principal place of business and mailing address of this corporation shall be 6767 N. Wickham Road, Suite 500, Melbourne, Florida 32940.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of \$1.00 par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series or in less than whole shares.

Every Shareholder, upon the issuance of any new stock of this Corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

ARTICLE IV

The name and Florida street address of the initial registered agent are Gary B. Frese, 930 S. Harbor City Blvd., Suite 505, Melbourne, Florida 32901.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is Gary B. Reese,
930 South Harbor City Boulevard, Suite 505, Melbourne, Florida, 32901.

FILED
00 OCT -2 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

This Corporation shall commence upon the execution of these Articles and shall exist
perpetually.

ARTICLE VII

The purpose of this Corporation is to engage in any business lawful under the laws of the
State of Florida or the United States.

ARTICLE VIII

The initial Board of Directors shall consist of one (1) Director initially. The number of
Directors may be either increased or diminished from time to time by the Shareholders, but shall never
be less than one. The name and address of the person who shall serve as Director until the first
annual meeting of the Shareholders, or until successors have been elected and qualified, is as follows:

ROBERT M. KUSH

6767 N. Wickham Road, Suite 500
Melbourne, Florida 32940

ARTICLE IX

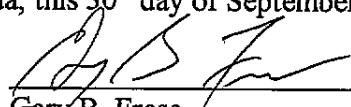
The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for
the management of the business and the regulation of the affairs of the Corporation that are not
inconsistent with the Articles or the laws of the State of Florida.

FILED
00 OCT -2 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X

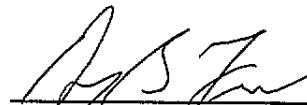
The Board of Directors shall have the power to amend or supplement these Articles of Incorporation when approved by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 30th day of September, 2000.



Gary B. Frese

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.

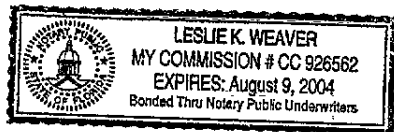



Gary B. Frese
Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared, **GARY B. FRESE**, who is personally known to me and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 30th day of September, 2000.





Leslie K. Weaver
Notary Public
State of Florida at Large

My Commission Expires:
8-9-04