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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : GREENBERG TRAURIG (ORLANDO)
Account Number : 103731001374
Phone : (407)418-2435
Fax Number : (407)420-5909

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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

MARTRE CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION
OF
MARTRE CORPORATION**

ARTICLE I - NAME

The name of this corporation is **MARTRE CORPORATION** (the "Corporation").

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of this Corporation is 1228 Mayfield Avenue, Winter Park, Florida 32789. The initial mailing address of this Corporation is 1228 Mayfield Avenue, Winter Park, Florida 32789.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having a par value of \$.001 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 1228 Mayfield Avenue, Winter Park, Florida 32789, and the initial registered agent of this Corporation at that address is Robert J. Byrne.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

Robert J. Byrne

1228 Mayfield Avenue
Winter Park, Florida 32789

ARTICLE VI - INDEMNIFICATION

This Corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of this Corporation.

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ARTICLE VII - BYLAWS

The power to adopt, amend or repeal the bylaws of this Corporation, or any provision thereof, shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE VIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 18th day of February, 2002.

By.


Robert S. Byrne

Incorporator

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**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **MARTRE CORPORATION**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1228 Mayfield Avenue, Winter Park, Florida 32789, has named Robert J. Byrne as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for this Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Date: February 18, 2002


Robert J. Byrne, Registered Agent

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