

CAPITAL CONNECTION

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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 : YOUR CAPITAL CONNECTION, INC.
Account Number : E20000000257
Phone : (850) 224-8870
Fax Number : (850) 224-7047

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02 AUG 12 AM 8:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MS SOUTH BAY PROPERTIES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	93 4
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION
OF
MS South Bay Properties, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDAARTICLE I

The name of this corporation is MS South Bay Properties, Inc.

ARTICLE II

The purpose or purposes for which this corporation is organized is for any purpose permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

This corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One Cent (\$.01) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

The initial street address of the principal office of this corporation shall be: 220 U.S. 27 North South Bay, Florida 33493, Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI

The number of Directors may be altered, from time to time by By-Laws adopted by the Shareholders, however, the corporation shall have no less than three (3) Directors at any time.

ARTICLE VII

The name and post office address of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

David Minnear
Director

220 U.S. 27 North
South Bay, Florida 33493

ARTICLE VIII

The name and address of the Subscriber of these Articles of Incorporation is as follows:

Bart A. Houston

316 N.E. Fourth Street
Fort Lauderdale, FL 33301

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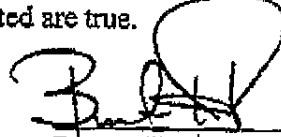
ARTICLE IX

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Bart A. Houston, Esq.**316 Northeast Fourth Street
Fort Lauderdale, FL 33301****ARTICLE X**

The corporation's existence will commence upon the filing of the Articles of Incorporation.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.



Bart A. Houston
INCORPORATOR

STATE OF FLORIDA }
 }
COUNTY OF BROWARD }

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Bart A. Houston to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Fort Lauderdale, County of Broward, State of Florida, this ____ day of August, 2002.

Notary Public - State of Florida

My Commission Expires:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: MS South Bay Properties, Inc.

2. The name and street address of the registered agent and office is: Bart A. Houston, Esq.

316 Northeast Fourth Street

Fort Lauderdale, FL 33301

HAVE 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.



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