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CLERK OF COURT
TALLAHASSEE, FLORIDA

17704-28297

11/9/04

Burton L. Bruggeman
Attorney

Monday, July 19, 2004

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: MS Associates, Inc.

Dear Sir:

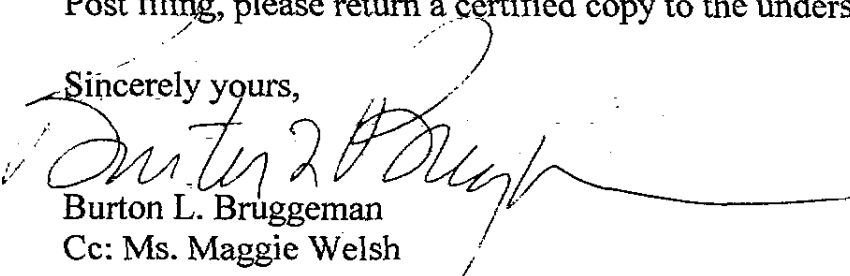
Attached you will find the original Articles of Incorporation for the above named corporation:

I have also included my check for \$78.75 per your website for the following filing fees:

	Filing Fees	\$ 35.00
	Registered Agent Designation	\$ 35.00
*	Certified Copy (optional)	<u>\$ 8.75</u>
	TOTAL	\$ 78.75

Post filing, please return a certified copy to the undersigned at the address below.

Sincerely yours,


Burton L. Bruggeman
Cc: Ms. Maggie Welsh

Burton L. Bruggeman
Attorney

Friday, September 17, 2004

Re: MS Associates, Inc.
Ref. Number: W04000028297

Ms. Tammy Hampton
Document Specialist
New Filings Section
Division of Corporations
Box 6327
Tallahassee, FL 32314

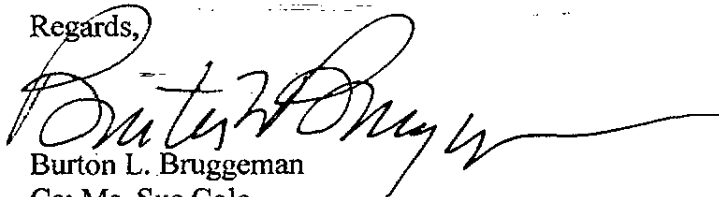
Dear Ms. Hampton:

In your letter Number 704A00046633 you rejected our prior filing.

We have selected a second name, i.e. MS Firm Associates, Inc. and would request that the attached charter be filed.

You have kept my prior check for the filing fees, and I am assuming that there is no requirement for additional fees. If I am in error, please advise.

Regards,



Burton L. Bruggeman
Cc: Ms. Sue Cole
Ms. Maggie Walsh



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 23, 2004

BURTON L BRUGGEMAN, ATTORNEY
311 E MORSE BLVD
WINTER PARK, FL 32789

SUBJECT: MS ASSOCIATES, INC.
Ref. Number: W04000028297

We have received your document for MS ASSOCIATES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist
New Filings Section

Letter Number: 704A00046633

**ARTICLES OF INCORPORATION
OF
MS Firm Associates, Inc.**

The undersigned incorporator hereby form a corporation under
Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of the corporation shall be:

MS Firm Associates, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities
or business permitted under the laws of the United States, the State of
Florida or any other state, county, territory or nation.

In furtherance of the foregoing purposes, the corporation shall have
and may exercise all of the rights, powers and privileges now or hereafter
conferred upon corporations organized under the laws of the State of
Florida. In addition, it may do everything necessary suitable or proper for
the accomplishment of any of its corporate purposes.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of common stock that this
corporation shall have the authority to issue is Five Hundred Thousand
(500,000); each shall have a par value of One Dollar (\$1.00) per share.

Each shareholder of record shall have one vote for each share of stock
standing in his or her name in the books of the corporation and be entitled to
vote, except that in the election of directors he or she shall have the right to
vote such number of shares for as many persons as there are directors to be
elected. Cumulative voting shall not be allowed in the election of directors
or for any other purpose.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

No shareholder of the corporation shall have any pre-emptive or similar right to acquire any additional unissued or treasury shares of stock or other securities of any class, or rights, warrants or options to purchase stock or script, or securities of any kind convertible into stock or carrying stock purchase warrants or privileges.

The Board of Directors from time to time may distribute to the shareholders in partial liquidation, or out of stated capital or capital surplus of the corporation, a portion of its assets, in cash or property, subject to the limitations contained in the Statutes of Florida.

The corporation shall have the right to impose restrictions on the transfer of shares of the corporation.

A quorum, for the purpose of stockholder meetings, will consist of a majority of the shares issued and outstanding and entitled to vote at the meeting.

When a quorum is present, and when the statutes require a vote of two-thirds of the shares entitled to vote to take action, the affirmative vote of a majority of the shares issued and outstanding and entitled to vote on the subject matter shall be the act of stockholders.

ARTICLE IV. CORPORATE ADDRESS

The principal address for the corporation shall be:

375 Kantor Blvd. Casselberry, FL 32707

The street address of the initial office of the corporation shall be:

375 Kantor Blvd. Casselberry, FL 32707

And the name and address of the initial Registered Agent shall be that of:

**Burton L. Bruggeman
Attorney at Law
311 E. Morse Blvd.
4-3
Winter Park, FL 32789**

ARTICLE V. BOARD OF DIRECTORS

The initial Board of Directors of the corporation shall be two directors, and the names and addresses of the persons who shall serve as director until the first annual meeting of the shareholders or until their successors are elected and shall qualify are

<u>Name</u>	<u>Mailing Address</u>
Margarete A. Welsh	375 Kantor Blvd. Casselberry, FL 32707
Sue A. Cole	4944 Easter Circle, Orlando, FL 32808

The number of directors shall be as prescribed by the By-Laws, except that there need be only as many directors as there are shareholders in the event that fewer than three persons hold the outstanding shares of record.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

Burton L. Bruggeman
311 E. Morse Blvd.
4-3
Winter Park, FL 32789

ARTICLE VIII. MISCELLANEOUS

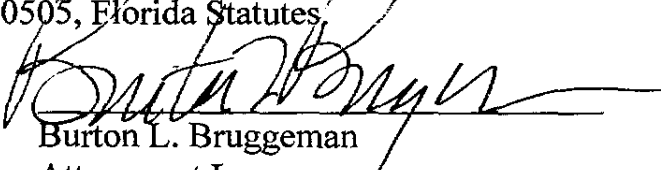
To the fullest extent permitted by the Corporation Code, as the same exists or may hereafter be amended, a Director of this Corporation shall not be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director.

In Witness Whereof, the undersigned have hereunto set their hand and seal this 16th day of July, 2004.

September 
Burton L. Bruggeman

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned having a business office as set forth above and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Burton L. Bruggeman
Attorney at Law
311 E. Morse Blvd.
4-3
Winter Park, FL 32789