

**Electronic Articles of Incorporation
For**

P05000009776
FILED
January 19, 2005
Sec. Of State
thampton

M&S AND ASSOCIATES SERVICES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

M&S AND ASSOCIATES SERVICES, INC.

Article II

The principal place of business address:

P.O. BOX 341125
TAMPA, FL. 33694

The mailing address of the corporation is:

C/O ENGLANDER & FISCHER, P.A.
P.O. BOX 1954
ST. PETERSBURG, FL. 33731

Article III

The purpose for which this corporation is organized is:

TRANSACTING ANY AND ALL LAWFUL BUSINESS. IF CAPITAL STOCK IS INCREASED THE STOCKHOLDERS SHALL BE ENTITLED TO A PRO-RATA SHARE OF SUCH INCREASE UPON PAYMENT FOR THE SHARES AT THE PRICE AT WHICH THE SHARES ARE OFFERED TO OTHERS.

Article IV

The number of shares the corporation is authorized to issue is:

7500

Article V

The name and Florida street address of the registered agent is:

RONALD W GREGORY II
721 FIRST AVENUE NORTH
ST. PETERSBURG, FL. 33701

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: RONALD W. GREGORY, II

Article VI

The name and address of the incorporator is:

RONALD W. GREGORY, II
ENGLANDER & FISCHER, P.A.
721 FIRST AVENUE NORTH
ST. PETERSBURG, FL 33701

Incorporator Signature: RONALD W. GREGORY, II

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO
MADELENE RANN
P.O. BOX 341125
TAMPA, FL. 33694

Title: P
STEVEN RANN
P.O. BOX 341125
TAMPA, FL. 33694

Article VIII

The effective date for this corporation shall be:

01/17/2005