

LAW OFFICES

HAMMOND AND HOLMAN, P.A. ,

SUITE 12 MILL BULWARK

4930 PARK BOULEVARD

PINELLAS PARK, FLORIDA 34665

TELEPHONE (813) 644-0019

FAX (813) 646-0520

GILMAN M. HAMMOND (1919-1978)
ROBERT W. HOLMAN

PLEASE REPLY TO
POST OFFICE BOX 2210
PINELLAS PARK, FL 34664-2210

P95000003812

January 3, 1995

FILED
JAN 13 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: ML, Inc.

Gentlemen:

We are enclosing original Articles of Incorporation for filing on behalf of ML, Inc., together with our check in the amount of \$70 in payment of the filing fee and registered agent fee.

Very truly yours,


Robert W. Holman

jwr

Enclosures

~~637~~
~~637~~

RECEIVED JAN 17 1995

~~502~~

LAW OFFICES

HAMMOND AND HOLMAN, P.A.

SUITE 121 ML PUM (HW)

4900 PARK BOULEVARD

PIWELLAS PARK, FLORIDA 34605

TELEPHONE (813) 644-0019

FAX (813) 646-0529

CHLOE M. HAMMOND (1918-1978)
ROBERT W. HOLMAN

PLEASE REPLY TO
POST OFFICE BOX 7710
PIWELLAS PARK, FL 34664-2710

January 13, 1995

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Attention: Ms. Freida Chesser
Corporate Specialist

Re: Your Reference No. W95000000637
Letter No.: 695A00001049
Our File: MSL Management, Inc.

FILED
1995 JAN 13 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

In accordance with your letter of January 10, 1995, a copy of which is attached, we are resubmitting the enclosed Articles of Incorporation for MSL Management, Inc.

Very truly yours,


Robert W. Holman

jwr

Enclosures (2)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 10, 1995

ROBERT W HOLMAN ATTORNEY
P O BOX 2210
PINELLAS PARK, FL 34664-2210

SUBJECT: ML, INC.
Ref. Number: W95000000637

FILED
1995 JAN 13 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ML, INC. and your check(s) totaling \$70.00. 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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

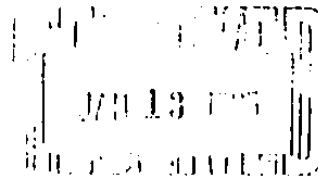
If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 695A00001049



ARTICLES OF INCORPORATION
OF
MSL MANAGEMENT, INC.

FILED
1995 JUN 13 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: MSL MANAGEMENT, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is consulting management services and to engage in any lawful business or activities related to the stated purposes; and to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is sixty shares of common stock with no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. The stock of the corporation shall be nontransferable without the right of first refusal in the remaining stockholders or the written consent of the stockholders.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 151 Lake Gloria Drive, West Palm Beach, FL 33411. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time.

ARTICLE VIII. INITIAL DIRECTOR

The name and post office address of the member of the first Board of Directors are:

Morton S. Lipschultz	151 Lake Gloria Drive West Palm Beach, FL 33411.
----------------------	---

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of these

Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof is:

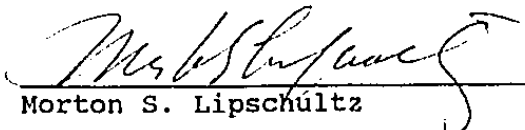
<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
Morton S. Lipschultz 151 Lake Gloria Drive West Palm Beach, FL 33411.	60	\$500

ARTICLE X. REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: That MSL MANAGEMENT, INC. desiring to organize under the laws of the State of Florida, with its principal office located at 151 Lake Gloria Drive, West Palm Beach, FL 33411 has named Morton S. Lipschultz, 151 Lake Gloria Drive, West Palm Beach, FL 33411 its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in Article X. I hereby accept designation as agent for service of process, agree to act in such capacity, and agree to comply with the provisions of said Act relative to keeping said office open.


Morton S. Lipschultz

ARTICLE XI. AMENDMENT

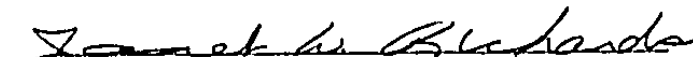
These Articles of Incorporation may be amended in the manner

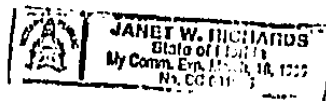
provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to all stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all directors and all stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


Morton S. Lipschultz

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 13 th day of January, 1995 by MORTON S. LIPSCHULTZ who is personally known to me.


Notary Public



FILED
1995 JAN 13 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA