

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
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1950000/10678

_____ of _____

RE: M & L Investments Inc.

95 FEB -8 PM 2:22

SECRETARY C.C. FEE REC'D
 TALLAHASSEE, FLORIDA

DISBURSED

Capital Express™

Art. of Inc. File

Corp. Record Search

Ltd. Partnership File

Foreign Corp. File

() Copy (by) (s)

Art. of Amend. File

Dissolution/Withdrawal

C U S: _____

Fictitious Name File

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s, _____ Copies

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Top Priority

Express Mail Prep.

FAX () pgs.

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME		CK No. _____	
BY	<u>JL</u>		

WALK-IN
 Will Pick Up 28 30

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

FILED

95 FEB -8 PM 2:23

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M & L INVESTMENTS, INC.

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is M & L INVESTMENTS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgement of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V - AMENDMENT OF ARTICLES

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.

ARTICLE VI - PRINCIPAL OFFICE

The street address of this corporation's principal office and its mailing address is 300 Pensacola Beach Blvd., Gulf Breeze, Florida 32561.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 4300 Bayou Blvd., Suites 12&13, Pensacola, Florida 32504, and the name of this corporation's initial registered agent is STEPHEN R. MOORHEAD.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is three (3) whose names and addresses are: Robert B. Montgomery, 1388 Country Club Road, Gulf Breeze, Florida 32561; Mark Lyons, III, 124 Baybridge Park, Gulf Breeze, Florida 32561; and Julian B. MacQueen, 113 Baybridge Park, Gulf Breeze, Florida 32561.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is Stephen R. Moorhead, 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 7th day of February, 1995.


STEPHEN R. MOORHEAD

STATE OF FLORIDA

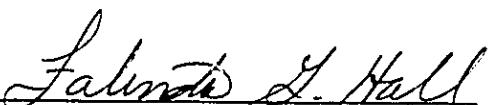
CCOUNTY OF ESCAMBIA

Before me the undersigned authority in and for the said State and County personally appeared Stephen R. Moorhead to me well known to be the person described in and who freely and voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 7th day of February, 1995.



OFFICIAL SEAL
FALINDA G. HALL
My Commission Expires
Feb. 14, 1996
Comm. No. CC 174729


Notary Public
FALINDA G. HALL

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, STEPHEN R. MOORHEAD, hereby accept the appointment as registered agent for
M & L INVESTMENTS, INC. as set forth in its articles of incorporation being filed
simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 7th
day of February, 1995.


STEPHEN R. MOORHEAD

Corp\M&L\RegAgt.Doc

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FILED
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA